

APPENDIX D-4
Beneficiary Eligible Mitigation Action Certification

BENEFICIARY ELIGIBLE MITIGATION ACTION CERTIFICATION

Beneficiary _____

Lead Agency Authorized to Act on Behalf of the Beneficiary _____
(Any authorized person with delegation of such authority to direct the Trustee delivered to the Trustee pursuant to a Delegation of Authority and Certificate of Incumbency)

Action Title:	
Beneficiary's Project ID:	
Funding Request No.	(sequential)
Request Type: (select one or more)	<input type="checkbox"/> Reimbursement <input type="checkbox"/> Advance <input type="checkbox"/> Other (specify): _____
Payment to be made to: (select one or more)	<input type="checkbox"/> Beneficiary <input type="checkbox"/> Other (specify): _____
Funding Request & Direction (Attachment A)	<input type="checkbox"/> Attached to this Certification <input type="checkbox"/> To be Provided Separately

SUMMARY

Eligible Mitigation Action <input type="checkbox"/> Appendix D-2 item (specify): _____ Action Type <input type="checkbox"/> Item 10 - DERA Option (5.2.12) (specify and attach DERA Proposal): _____
Explanation of how funding request fits into Beneficiary's Mitigation Plan (5.2.1):
Detailed Description of Mitigation Action Item Including Community and Air Quality Benefits (5.2.2):
Estimate of Anticipated NOx Reductions (5.2.3):
Identification of Governmental Entity Responsible for Reviewing and Auditing Expenditures of Eligible Mitigation Action Funds to Ensure Compliance with Applicable Law (5.2.7.1):
Describe how the Beneficiary will make documentation publicly available (5.2.7.2).
Describe any cost share requirement to be placed on each NOx source proposed to be mitigated (5.2.8).
Describe how the Beneficiary complied with subparagraph 4.2.8, related to notice to U.S. Government Agencies (5.2.9).

If applicable, describe how the mitigation action will mitigate the impacts of NOx emissions on communities that have historically borne a disproportionate share of the adverse impacts of such emissions (5.2.10).

ATTACHMENTS
(CHECK BOX IF ATTACHED)

- ☐ Attachment A Funding Request and Direction.
- ☐ Attachment B Eligible Mitigation Action Management Plan Including Detailed Budget and Implementation and Expenditures Timeline (5.2.4).
- ☐ Attachment C Detailed Plan for Reporting on Eligible Mitigation Action Implementation (5.2.11).
- ☐ Attachment D Detailed cost estimates from selected or potential vendors for each proposed expenditure exceeding \$25,000 (5.2.6). [Attach only if project involves vendor expenditures exceeding \$25,000.]
- ☐ Attachment E DERA Option (5.2.12). [Attach only if using DERA option.]
- ☐ Attachment F Attachment specifying amount of requested funding to be debited against each beneficiary's allocation (5.2.13). [Attach only if this is a joint application involving multiple beneficiaries.]

CERTIFICATIONS

By submitting this application, the Lead Agency makes the following certifications:

1. This application is submitted on behalf of Beneficiary _____, and the person executing this certification has authority to make this certification on behalf of the Lead Agency and Beneficiary, pursuant to the Certification for Beneficiary Status filed with the Court.
2. Beneficiary requests and directs that the Trustee make the payments described in this application and Attachment A to this Form.
3. This application contains all information and certifications required by Paragraph 5.2 of the Trust Agreement, and the Trustee may rely on this application, Attachment A, and related certifications in making disbursements of trust funds for the aforementioned Project ID.
4. Any vendors were or will be selected in accordance with a jurisdiction's public contracting law as applicable. (5.2.5)
5. Beneficiary will maintain and make publicly available all documentation submitted in

support of this funding request and all records supporting all expenditures of eligible mitigation action funds subject to applicable laws governing the publication of confidential business information and personally identifiable information. (5.2.7.2)

DATED: 12/19/23

Brian Rockness, Commissioner
[NAME]
[TITLE]

Indiana Department of Environmental Management

[LEAD AGENCY]

for

State of Indiana

[BENEFICIARY]

Appendix D-4 Summary Details

Eligible Mitigation Action Type:

Category 10: DERA Option

Explanation of how funding request fits into Beneficiary's Mitigation Plan (5.2.1):

Indiana will generally fund all eligible mitigation action (EMA) types included in Appendix D-2 of the national consent decree. The Mission Statement and Overall Goals are described below:

In promoting the reduction of emissions of NO_x, the Indiana Volkswagen Environmental Mitigation Trust Fund Program will prioritize sustainable projects that are transformative, positively impacting the environment, enhancing the health and well-being of residents, and promoting Indiana's growing economy.

The Program will focus on technological change and advancement with resiliency and favoring use of domestic fuel, where possible.

The goals of the Indiana Volkswagen Mitigation Trust Program include:

- Improving air quality across Indiana through cost-effective NO_x emission reduction strategies
- Maximizing diesel emission reductions across Indiana, while considering various categories of sensitive populations as areas of specific focus
- Providing appropriate considerations to projects that have diesel emission reductions that go beyond just NO_x, including PM_{2.5}, hydrocarbons (HC), carbon monoxide (CO), and carbon dioxide (CO₂)
- Encouraging leveraging of project partner funds with VW Trust funds to further the reach of the Indiana program

Detailed Description of Mitigation Action Item Including Community and Air Quality Benefits (5.2.2):

This project is for the purchase, installation, operation and maintenance of two (2) 2023 model-year, or newer, U.S. EPA emission compliant (Tier 4) all-electric-powered terminal trucks that will REPLACE two (2) of the Grantee's Pre-Tier 4 existing diesel-powered terminal trucks that will be used for the same purpose. The replacement vehicles will be located and primarily operated in Anderson, Indiana.

All-electric-powered terminal trucks dramatically improve air quality and the quality-of-life conditions for operators, technicians, and citizens in the areas of operation due to notably lower tailpipe emissions in addition to less noisy engine operations.

The lifetime estimated emission reductions of pollutants according to U.S. EPA's Diesel Emission Quantifier (DEQ) include 3.359 tons of nitrogen oxides (NO_x) and 0.339 tons of fine particulate matter (PM_{2.5}).

Estimate of Anticipated NO_x Reductions (5.2.3):

Over the lifetime of this terminal trucks, U.S. EPA's DEQ model estimates this project will result in a NOx reduction of 3.359 tons.

Identification of Governmental Entity Responsible for Reviewing and Auditing Expenditures of Eligible Mitigation Action Funds to Ensure Compliance with Applicable Law (5.2.7.1):

Indiana Department of Environmental Management

Describe how the Beneficiary will make documentation publicly available (5.2.7.2):

In October of 2017, IDEM published a website with specific information on the national mitigation trust as well as the Indiana program. The website included an opportunity to sign up for automated updates to make sure interested parties were always kept apprised of any changes made to the program website. This web portal will be the location for all information related to the Indiana Volkswagen Mitigation Trust Program.

Describe any cost share requirement to be placed on each NOx source proposed to be mitigated (5.2.8):

Indiana will use Volkswagen Mitigation Trust funds to reimburse non-government-owned fleet and equipment owners at the levels specified in Appendix D-2 of the national mitigation trust. IDEM will also use Volkswagen Mitigation Trust funds to reimburse government-owned fleets and equipment at the same level as non-government owned fleet and equipment owners, as opposed to the full cost reimbursement permitted by Appendix D-2.

Specifically, for this project, the Indiana Volkswagen Mitigation Trust Program will cover up to 75% of the total project cost while the Grantee and/or other programs covers the remaining 25%.

Describe how the Beneficiary complied with subparagraph 4.2.8, related to notice to U.S. Government Agencies (5.2.9):

The Indiana Department of Environmental Management notified representatives as identified in Appendix D-2 of the national consent decree via email in March of 2018.

If applicable, describe how the mitigation action will mitigate the impacts of NOx emissions on communities that have historically borne a disproportionate share of the adverse impacts of such emissions (5.2.10):

Not applicable to this specific project.

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Attachment B Details

Project Schedule and Milestones:

Indiana announces Round 4 – DERA Option funding opportunity via online Request for Proposals (RFP)	October 11, 2022
Deadline for Round 4 – DERA Option program applications	December 16, 2022
Indiana notifies applicants of award decisions	March 9, 2023
Funding Agreement between Indiana and Grantee is fully executed	April 24, 2023
Grantee project implementation	April 24, 2023 to December 31, 2023
Indiana reviews programmatic, financial, and other materials for compliance with Appendix D-2 of the national consent decree	Ongoing
Indiana submits Appendix D-4 to Trustee to initiate payment to Grantee in accordance with Payee Contact and Wire Information form along with other supporting documentation	December 18, 2023
Indiana coordinates with Trustee on any questions or issues that arise related to the submitted Appendix D-4	December 18, 2023 to D-4 approval
Trustee responds to Indiana Appendix D-4	Within 60 days of submittal
Trustee disburses payment to Grantee	Within 15 days of Appendix D-4 approval

Project Budget:

Project Description	Indiana VW Mitigation Trust Grant Not to Exceed Total	Grantee Cost Share Not Less than Total	Project Total
Task A The purchase, installation, operation and maintenance of two (2) 2023 model-year, or newer, U.S. EPA emission compliant electric-powered terminal tractors that will REPLACE two (2) of the Grantee's model year	\$600,903.00	\$200,760.72	\$801,663.72

1992-2009 existing diesel-powered terminal tractors that will be used for the same purpose. The replacement vehicle will be located and primarily operated in Anderson, Indiana.			
Percentage	75%	25%	100%

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State of Indiana Total Trust Allocation:

1) State of Indiana's Total Trust Allocation	\$40,935,880.59
2) Obligated Awards from Previous D-4 Submittals	\$20,716,410.31
3) State of Indiana's Net Remaining Allocation Prior to this D-4 Submittal	\$20,219,470.28
4) Current D-4 Funding Request Total	\$600,903.00
5) State of Indiana's Remaining Allocation After this D-4 Submittal	\$19,618,567.28

Projected Allocation Totals per Project Type:

	Total per Category	Annually Based on Expected Project Reimbursements
Total Trust	\$40,935,880.59	NA
To EV (15%) over 3 years (2021 to 2023)	\$6,140,382.09	\$2,046,794.03
To Admin (3%) over 4 years (2020 to 2023)	\$1,228,076.42	\$307,019.11
To EMAs (82%) over 3 years (2020 to 2022)	\$33,567,422.08	\$11,189,140.69

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Projected Trust Allocations:

	2020	2021	2022	2023
1) Anticipated Annual Project Funding Request to be paid through the Trust	\$11,189,140.69	\$13,235,934.72	\$13,235,934.72	\$2,046,794.03
2) Anticipated Annual Cost Share (Administrative Costs)	\$307,019.11	\$307,019.11	\$307,019.11	\$307,019.11
3) Anticipated Total Project Funding by Year (Line 1 + Line 2)	\$11,496,159.8	\$13,542,953.8	\$13,542,953.8	\$2,353,813.14
4) Cumulative Trustee Payments Made to Date Against Cumulative Approved Beneficiary Allocation	\$3,895,454.40	\$4,710,898.20	\$5,165,086.48	\$6,704,067.23
5) Current Beneficiary Project Funding to be paid through the Trust (Line 1)	\$101,199.00	\$130,705.00	\$9,000.00	\$600,903.00
6) Total Funding Allocated to Beneficiary, inclusive of Current Action by Year (Line 4 + Line 5)	\$3,996,653.40	\$4,841,603.20	\$5,174,086.48	\$7,304,970.23
7) Beneficiary Share of Estimated Funds Remaining in Trust at Beginning of Year	\$40,935,880.59	\$36,939,227.19	\$32,097,623.99	\$26,923,537.51
8) Net Beneficiary Funds Remaining in Trust, net of cumulative Beneficiary Funding Actions (Line 7 – Line 6)	\$36,939,227.19	\$32,097,623.99	\$26,923,537.51	\$19,618,567.28

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Attachment C Details

Detailed Plan for Reporting on Eligible Mitigation Action Implementation (5.2.11):

The Indiana Department of Environmental Management (IDEM) is committed to meet the reporting requirements as detailed in Subparagraph 5.3 of the Environmental Mitigation Trust Agreement for State Beneficiaries. Specifically, this subparagraph states:

“For each Eligible Mitigation Action, no later than six months after receiving its first disbursement of Trust Assets, and thereafter no later than January 30 (for the preceding six-month period of July 1 to December 31) and July 30 (for the preceding six-month period of January 1 to June 30) of each year, each Beneficiary shall submit to the Trustee a semiannual report describing the progress implementing each Eligible Mitigation Action during the six-month period leading up to the reporting date (including a summary of all costs expended on the Eligible Mitigation Action through the reporting date). Such reports shall include a complete description of the status (including actual or projected termination date), development, implementation, and any modification of each approved Eligible Mitigation Action. Beneficiaries may group multiple Eligible Mitigation Actions and multiple sub-beneficiaries into a single report. These reports shall be signed by an official with the authority to submit the report for the Beneficiary and must contain an attestation that the information is true and correct and that the submission is made under penalty of perjury. To the extent a Beneficiary avails itself of the DERA Option described in Appendix D-2, that Beneficiary may submit its DERA Quarterly Programmatic Reports in satisfaction of its obligations under this Paragraph as to those Eligible Mitigation Actions funded through the DERA Option. The Trustee shall post each semiannual report on the State Trust’s public-facing website upon receipt.”

IDEM will meet these obligations in coordination with our project partners. Project partners are obligated to provide IDEM the necessary information for reports to the Trustee through the Funding Agreements between IDEM and each project partner. This language states:

“4. Implementation and Reporting Requirements

A. The Grantee shall implement and complete the Project in accordance with **Attachment A** and the plans and specifications contained in its Funding Application. Modification of the Project shall require prior written approval from IDEM. If IDEM determines that the Grantee is not

making adequate progress in implementation of the approved Project in accordance with **Attachment A**, IDEM may rescind the award.

B. The Grantee shall submit to IDEM written progress reports until the completion of the Project. These reports shall be submitted in accordance with the reporting schedule contained in **Attachment C** and shall contain such detail of progress or performance on the Project as is required under the terms of the Volkswagen Diesel Emissions Environmental Mitigation Trust. If additional documentation is required for IDEM to meet reporting obligations under the Volkswagen Diesel Emissions Environmental Mitigation Trust, IDEM may request such documentation as necessary at any time during the term of this Agreement.”

Attachment D Details

Detailed cost estimates from selected or potential vendors for each proposed expenditure exceeding \$25,000 (5.2.6):

Detailed in the following pages:



4020 W. 73rd Street • Anderson, Indiana 46011

To: Indiana Department of Environmental Management
Attn: Shawn M. Seals
Office of Air Quality -Mail Code 61-50
100 N Senate Ave
Indianapolis, IN 46204-2251

RE: 2022 IN DIESELWISE – DOR4-001

Amount \$600,903

Total Amount Paid:	\$801,663.72 for two All Electric Terminal Tractors
Grant Request:	\$600,903.00
Cost Share:	\$200,760.72

Sales Invoice



Orange EV

5710 NW 41st Street
Riverside, MO
USA, 64150
Phone : 866-688-5223
sales@orangeev.com

Invoice No.	00129494
Date	08/24/2023
Contact	Phone : 765-810-7223

Bill To	40030
Carter Express LLC	
4020 W 73rd Street	
Anderson, IN	
USA, 46011	

Ship To	40030-01
Carter Express LLC	
4020 W 73rd Street,	
Anderson, Indiana	
USA, 46011	

PO No.	Sales Order No.	Shipping No.	Reference No.	Ship Method	Payment Terms
CA000041	00017727	00016464		Non applicable	25% downpayment, remainder due at delivery.
Sales Rep		Shipping Date	Carrier		Due Date
Non-applicable (NA)		08/24/2023	Not Applicable		08/24/2023

No.	Qty	UN	Item	Description	Retail Price		Net Price	Amount
1	1.000	EA	CFGPROD_TRUCK_D TS	DTS Truck, to be Configured for Specific Jobs	\$343,080.00		\$343,080.00	\$343,080.00
2	1.000	EA	CFGPROD_CHRG CAB	Extended Battery	\$41,750.00		\$41,750.00	\$41,750.00
3	1.000	EA	CUSTOM OPTION	Customer Option - 5yr Extended Warranty	\$16,450.00		\$16,450.00	\$16,450.00
4	1.000	EA	SALES DISCOUNTS	Discount - Customer Sales \$850 x 2	(\$850.00)		(\$850.00)	(\$850.00)
5	1.000	EA	PPD CUSTOMER EXPENSE	LTL Freight to ship charging cabinet to customer.	\$401.86		\$401.86	\$401.86

TRUCK NAME: CART3
CHARGING CABINET SERIAL# CFU23-692
TRUCK SERIAL# DKXD23-004939
VIN# 1Z9BA8EA8PK530295

Subtotal:	\$400,831.86
Taxes:	\$0.00
Total:	\$400,831.86
Payment:	\$0.00
Balance:	\$400,831.86

USD

Sales Invoice



Orange EV

5710 NW 41st Street
Riverside, MO
USA, 64150
Phone : 866-688-5223
sales@orangeev.com

Invoice No.	00129493
Date	08/24/2023
Contact	Phone : 765-810-7223

Bill To	40030-01
Carter Express LLC 4020 W 73rd Street, Anderson, Indiana USA, 46011	

Ship To	40030-01
Carter Express LLC 4020 W 73rd Street, Anderson, Indiana USA, 46011	

PO No.	Sales Order No.	Shipping No.	Reference No.	Ship Method	Payment Terms
CA000041	00017727			Non applicable	25% downpayment, remainder due at delivery.
Sales Rep		Shipping Date	Carrier		Due Date
Non-applicable (NA)			Not Applicable		08/24/2023

No.	Qty	UN	Item	Description	Retail Price	Net Price	Amount
1	1.000	EA	CFGPROD_TRUCK_DTS	DTS Truck, to be Configured for Specific Jobs	\$343,080.00	\$343,080.00	\$343,080.00
2	1.000	EA	CFGPROD_CHRG CAB	Extended Battery	\$41,750.00	\$41,750.00	\$41,750.00
3	1.000	EA	CUSTOM OPTION	Customer Option - 5yr Extended Warranty	\$16,450.00	\$16,450.00	\$16,450.00
4	1.000	EA	SALES DISCOUNTS	Discount - Customer Sales \$850 x 2	(\$850.00)	(\$850.00)	(\$850.00)
5	1.000	EA	PPD CUSTOMER EXPENSE	LTL Freight to ship charging cabinet to customer.	\$401.86	\$401.86	\$401.86

TRUCK NAME: CART2
CHARGING CABINET SERIAL# CFU23-691
TRUCK SERIAL# DKXD23-004950
VIN# 1Z9BA8EA6PK530294

Subtotal:	\$400,831.86
Taxes:	\$0.00
Total:	\$400,831.86
Payment:	\$0.00
Balance:	\$400,831.86

USD



MUFG Bank, Ltd.
New York Branch
1251 Avenue of the Americas
New York, NY 10020-1104
Tel: 212-782-4000

ASTRO ENTERPRISES, INCORPORATED
4020 WEST 73RD STREET
ANDERSON, IN 46011

Statement Date: 06/30/2023
Account Number: 0810000113
Account Type: CORPORATE CHECKING
Currency: USD
Statement Period: 06/01/2023 - 06/30/2023
Days In Statement Period: 30

Statement of Account

It is your responsibility to review your statements when you receive them. If you find any errors or unauthorized entries, please notify us immediately.

Account Summary

Previous Balance	Debits Number/Amount	Credits Number/Amount	Service Charges	Interest Paid This Period	Ending Balance
0.00	25	12	0.00	0.00	0.00

Account Transactions

Date	Value Date	Details	Debits	Credits	Balance
06/01/2023		ZBA TRANSFER			
06/01/2023		ACH TRANSACTION			
06/01/2023		ACH TRANSACTION			
06/01/2023		ACH TRANSACTION			
06/01/2023		ACH TRANSACTION			

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Account Transactions (continued)

Date	Value Date	Details	Debits	Credits	Balance
06/01/2023		ACH TRANSACTION			
06/01/2023		ACH TRANSACTION			
06/01/2023		ACH TRANSACTION			
06/01/2023		ACH TRANSACTION			
06/01/2023		ACH TRANSACTION			
06/01/2023		CASH POOLING INTEREST			
06/06/2023		ZBA TRANSFER			
06/06/2023		ACH TRANSACTION			
06/09/2023		ZBA TRANSFER			
06/09/2023		ACH TRANSACTION			
06/09/2023		ACH TRANSACTION			



Account Transactions (continued)

Date	Value Date	Details	Debits	Credits	Balance
06/12/2023		ZBA TRANSFER			
06/12/2023		OUTWARD MONEY TRANSFER			
06/16/2023		REMOTE DEPOSIT CAPTURE			
06/16/2023		ZBA TRANSFER			
06/21/2023		ZBA TRANSFER			
06/21/2023		ACH TRANSACTION			
06/22/2023		ZBA TRANSFER			
06/22/2023		ACH TRANSACTION			
06/26/2023		ZBA TRANSFER			
06/26/2023		ACH TRANSACTION			
06/26/2023		ACH TRANSACTION			
06/26/2023		ACH TRANSACTION			



Account Transactions (continued)

Date	Value Date	Details	Debits	Credits	Balance
06/28/2023		REMOTE DEPOSIT CAPTURE			
06/28/2023		BOOK TRANSFER			
06/28/2023		ACH TRANSACTION			
06/28/2023		OUTWARD MONEY TRANSFER			
06/28/2023		ZBA TRANSFER			
06/29/2023		ZBA TRANSFER			
06/29/2023		OUTWARD MONEY TRANSFER	200,215.00		
		RC:FW121000248 RCN:WELLS FARGO BANK, N.A. BENEFICIARY:ORANGE EV LLC - 5710 NW 41ST ST STE 300 - US/RIVERSIDE MO - FED20230629MMQFMP9M002349 230629022561000 - 0000587883 ORANGE EV LLC 5710 NW 41ST ST STE 300 - ACCT# 4360656268			
06/30/2023		ACH TRANSACTION			
06/30/2023		ZBA TRANSFER			



MUFG Bank, Ltd.
New York Branch
1251 Avenue of the Americas
New York, NY 10020-1104
Tel: 212-782-4000

ASTRO ENTERPRISES, INCORPORATED
4020 WEST 73RD STREET
ANDERSON, IN 46011

Statement Date: 09/29/2023
Account Number: 0810000113
Account Type: CORPORATE CHECKING
Currency: USD
Statement Period: 09/01/2023 - 09/30/2023
Days In Statement Period: 30

Statement of Account

It is your responsibility to review your statements when you receive them. If you find any errors or unauthorized entries, please notify us immediately.

Account Summary

Previous Balance	Debits Number/Amount	Credits Number/Amount	Service Charges	Interest Paid This Period	Ending Balance
0.00	31	16	0.00	0.00	0.00

Account Transactions

Date	Value Date	Details	Debits	Credits	Balance
09/01/2023		ZBA TRANSFER			
09/01/2023		ACH TRANSACTION			
09/01/2023		ACH TRANSACTION			
09/01/2023		ACH TRANSACTION			
09/01/2023		ACH TRANSACTION			
09/01/2023		ACH TRANSACTION			

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Account Transactions (continued)

Date	Value Date	Details	Debits	Credits	Balance
09/01/2023		ACH TRANSACTION			
09/01/2023		ACH TRANSACTION			
09/01/2023		ACH TRANSACTION			
09/01/2023		ACH TRANSACTION			
09/01/2023		CASH POOLING INTEREST			
09/01/2023		OUTWARD MONEY TRANSFER	601,448.72		
		RC:FW121000248 RCN:WELLS FARGO BANK, N.A. BENEFICIARY:ORANGE EV LLC - 5710 NW 41ST ST STE 300 - US/RIVERSIDE MO - FED20230901MMQFMP9M001643 230901014047000 - 0000644310 ORANGE EV LLC 5710 NW 41ST ST STE 300 - ACCT# 4360656268			
09/01/2023		OUTWARD MONEY TRANSFER			
09/07/2023		ZBA TRANSFER			
09/07/2023		BOOK TRANSFER			
09/11/2023		REMOTE DEPOSIT CAPTURE			
09/11/2023		ZBA TRANSFER			



Account Transactions (continued)

Date	Value Date	Details	Debits	Credits	Balance
09/11/2023		ACH TRANSACTION			
09/11/2023		ACH TRANSACTION			
09/11/2023		ACH TRANSACTION			
09/15/2023		REMOTE DEPOSIT CAPTURE			
09/15/2023		OUTWARD MONEY TRANSFER			
09/15/2023		ZBA TRANSFER			
09/19/2023		BOOK TRANSFER			
09/19/2023		ZBA TRANSFER			
09/20/2023		REMOTE DEPOSIT CAPTURE			
09/20/2023		ACH TRANSACTION			
09/20/2023		ZBA TRANSFER			
09/21/2023		ZBA TRANSFER			



Account Transactions (continued)

Date	Value Date	Details	Debits	Credits	Balance
09/21/2023		ACH TRANSACTION			
09/22/2023		INWARD MONEY TRANSFER			
09/22/2023		ACH TRANSACTION			
09/22/2023		ZBA TRANSFER			
09/25/2023		ZBA TRANSFER			
09/25/2023		ACH SETTLEMENT			
09/25/2023		ACH TRANSACTION			
09/25/2023		ACH TRANSACTION			
09/26/2023		BOOK TRANSFER			
09/26/2023		ACH TRANSACTION			
09/26/2023		ZBA TRANSFER			



Account Transactions (continued)

Date	Value Date	Details	Debits	Credits	Balance
09/28/2023		REMOTE DEPOSIT CAPTURE			
09/28/2023		BOOK TRANSFER			
09/28/2023		ZBA TRANSFER			
09/28/2023		ACH TRANSACTION			
09/28/2023		BOOK TRANSFER			
09/29/2023		ACH TRANSACTION			
09/29/2023		ZBA TRANSFER			



**2022 DieselWise Indiana – DERA with Volkswagen DERA Option
Carter Express, Inc
Narrative Work Plan**

Scoring Criteria Summary

- I. Cost effectiveness of project (\$ per ton of NO_x reduced).**
-This Zero Emission Vehicle (ZEV) project has a value of \$49,416 per NO_x ton reduced.
- II. Transformational potential.**
-This ZEV Terminal Truck project is transformational due to the overall carbon footprint these trucks represent for the amount of product that is distributed at this facility. For example, these ZEV Terminal Trucks will be reducing supply chain emissions for every Coffee-mate creamer consumed.
- III. Project's total NO_x emission reduction potential (based on type of project and/or the use of vehicle).**
-This project will reduce over 12 tons of NO_x over the life of this project.
- IV. National Ambient Air Quality Standards (NAAQS) sensitive areas as a percentage of current standards.**
-This project is taking place in Madison County, Indiana in which this county was classified for nonattainment until a full maintenance plan was approved on December 13, 2019.
- V. Air quality benefits to areas with sensitive populations or that bear a disproportionate share of the air pollution burden.**
-Due to the location of this project located in Madison County, IN, and combined with the facilities' operation of being a goods distribution center of high diesel engine concentration from truck and rail. This project will have an immediate impact on the asthmatic and disadvantaged population.
- VI. Leveraging of Resources (financial or resource match).**
-Carter Express will provide a 25% cost share. Carter Express estimates that the charging stations will cost \$84,000 and \$24,000 required for installation. This project is not requesting funding for the charging stations or infrastructure install. This project combines the cost efficiency and emission reductions from all-electric terminal trucks.
- VII. Entities registered with the Indiana Secretary of State that operate vehicles and equipment in conjunction with Indiana facilities (include Indiana Economic Impact documentation).**
-Yes. Please see attached documentation.
- VIII. Active participant in the State of Indiana, Department of Administration or Department of Transportation Minority/Women/Veterans Business Enterprise Participation Plan.**
-Yes, Carter Express is a woman owned enterprise. Carter Express' CEO is Jessica Paugh Warnke.



**2022 DieselWise Indiana
DERA with Volkswagen DERA Option
ZEV Terminal Truck Project**

Narrative Work Plan

PROJECT TITLE: ZEV Terminal Truck Project

SOLICITATION: 2022 DieselWise Indiana – DERA with Volkswagen DERA Option

CATEGORY: Nonroad Equipment Replacement
All Electric Terminal Truck Replacement

GRANTEE INFORMATION: Nick Geesaman, Chief Operating Officer
Carter Express, Inc.
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4020 West 73rd Street, Anderson, IN 46011
Phone: (800)738-7705 x1245

Table 1: General Fleet Information¹

Number of Vehicles/Equipment to Replace	2
Annual Hours Usage Per Equipment	1,715 hours
Estimated Monthly Idle Hours	40 hours
Estimated Monthly Fuel Consumption	1,620 diesel gallons
Estimated Monthly Use (Hours)	286 hours
Equipment To Be Replaced (Engine Details)	2007 Capacity TJ5000 (Tier 3, 160 HP) 2007 Kalmar Ottawa YT30 (Tier 3, 232 HP)
Proposed new Equipment	(2) Orange EV e-TRIEVER (180 kWh)
Estimated Years to Remain in Active Fleet	15 Years

FUNDING REQUESTED: \$600,903.00

TOTAL PROJECT COST: \$801,204.00

Table 2: Budget Summary

Source	Type	Amount	Cost Share
2022 DieselWise Indiana Funding	Grant	\$600,903.00	75%
Applicant Share – Carter Express	Cash	\$200,301.00	25%
Total			<u>\$801,204.00</u>

¹ Breakdown of each vehicles is provided in Attachment IV - Indiana Fleet Data Spreadsheet



PROJECT PERIOD: February 24th, 2023 – September 30th, 2024

In the table outlined below, the ZEV Terminal Truck Replacement projected timeline is planned out with dates, tasks and deliverables for this project. Once awarded, this project will be completed within the given timeframe of September 30, 2024. Carter Express plans to have the two, 70 kW charging stations installed on site and operational before the two all-electric terminal trucks are delivered at the beginning of 2024.

Table 3: Project Timeline and Milestones																				
Activity	2023											2024								
	2	3	4	5	6	7	8	9	10	11	12	1	2	3	4	5	6	7	8	9
Grant Award Notification	X																			
IN Contracts Agreement		X																		
Place Order of EV Terminal Trucks		X	X																	
EV Terminal Trucks Delivery												X	X							
Carter Express Staff Training													X							
Old Truck/Engine Destruction and Certification								X	X											
Charging Station Delivery											X									
Charging Station Install												X								
Quarterly Reports			X				X				X				X				X	
Vendor/Equipment Payment										X										
Request for Reimbursement											X									
Marketing & Outreach													X	X	X					X
Final Report																				X

GENERAL FLEET BACKGROUND:

Astro Enterprises, Inc., doing business as Carter Express, Inc., (Carter Express) is a woman owned, third party logistics provider. Carter Express was started by Myron Paugh in Anderson, IN to provide logistics services to GM automotive plants back in 1957. This Indiana based company has since expanded its services to be an all-inclusive logistics provider for manufacturers across the world. Today these services include Milkrun, Supply Chain Analysis, Crossdocking, Truckload, Less than Truckload, Intermodal Logistics, and Yard Management. Carter Express operations focus on logistics efficiencies, waste reduction, and decarbonizing goods movement across all sectors that the company operates.



As a company that has been around for over 65 years, Carter Express operates over 800 trucks, 1,600 trailers, has over 1,400 employees and operates across six strategic locations in North America. Carter Express is ranked 1st in the Nation for safety by the Truckload Carrier Association over the last three years. Carter Express is an EPA Certified SmartWay Partner which ranked number 1 in grams per mile for both CO₂ and PM in 2021. As a result of its clean logistics operations, Carter Express was awarded the SmartWay Excellence Award from the EPA.

Carter Express' mission is to safely and profitably supply error-free logistics services to its customers in an innovate and efficient manner. Carter Express completes this mission by obeying customer, statutory and regulatory requirements. Additionally, Carter Express is continually reviewing quality objectives to ensure that these goals are not only met, but exceed customer's expectations and demands.

PROJECT DESCRIPTION:

As CEO, Jessica Paugh Warnke of Carter Express is interested in deploying cleaner, energy efficient equipment that meets the current duty cycles for its terminal truck operations. This ZEV Terminal Tractor project will be located at the Nestle manufacturing facility located at 4301 W. 73rd Street, Anderson, Indiana. At this facility, the following well known products are manufactured: Coffee-Mate creamer, Nesquik, Nestle Toll House cookie dough, Buitoni pasta, Boost Complete Nutritional Drink and Carnation Breakfast

Essentials. This manufacturing plant employs more than 700 workers. Since locating this facility in Anderson in 2008, Nestle has invested approximately \$1 billion in its facilities. Nestle is planning for larger operations by adding 22,000 more square feet of building capacity in 2023. This new addition will be adding more jobs and economic development for the state of Indiana.



Fig. 1: Nestle facility in Anderson, IN

Carter Express has a long term contract in providing yard management services at the Nestle manufacturing facility in Anderson. It currently operates four terminal trucks at this location that operate 18-hours a day across three shifts. This project seeks to replace two diesel powered terminal tractors with all electric terminal tractors at the Nestle manufacturing facility in Anderson, IN. The two diesel terminal trucks scheduled to be replaced in this project are engine model year 2007 terminal trucks that operate for a combined 3,431 hours and consume 19,440 gallons annually. On average, this facility has over 200+ daily trailer switches between these terminal trucks. The terminal truck operations are the backbone to efficient goods distributed between the terminals, over the road trucks, and last mile deliveries. Carter Express' yard management operations begins with equipment tracking software that relays product/trailer switching data between the loading/unloading of the trailers with the terminal truck drivers. The trailers are then unhitched from the terminal truck and onto an over the road truck for



product to be delivered to the final location. This yard management operation results in lower cost, increased on time deliveries, and greater efficiencies of terminal truck driver moves. Nestle is able to view the movements in real time. This allows the customer to plan, development, track progress and status while gathering data from key performance metrics at the management level. While this software is essential; Carter Express' commitment to continuous improvement, safety, and customer service is what makes Carter Express a leader in the yard management solutions for clients.

The Anderson Facility is a certified LEED BD+C building that adheres to the United States Green Building Council. As part of the LEED certification, this facility boasts efficiencies in stormwater management, electric forklifts, bicycle storage, water efficiencies, water reduction, waste reduction, improved recycling metrics and many other environmental initiatives.

As part of Nestle's global commitment to sustainability, which includes efforts to reduce overall supply chain emissions, this ZEV Terminal Truck project aligns with initiatives set to reduce diesel emissions in Anderson, IN. Nestle has a global commitment to reach net zero by 2050. This project targets greenhouse gas emissions at the local supply chain level for every product that is shipped from this facility. The Nestle Sustainability Plan is outline in Figure 2. Ultimately, this project has a large reach for the overall emissions diverted by this ZEV Terminal Truck project on the national scale by the end product users. For example, if a Hoosier in Jeffersonville, IN is adding peppermint mocha Coffee-Mate creamer in their coffee they can rest assured that the creamer was transported by an EPA SmartWay Carrier and an all-electric terminal truck.

Air Quality Benefits

The ZEV Terminal Truck project will take place at the Nestle facility located in Anderson, Indiana, which is located in Madison County, IN. According to the U.S. Census.gov, the City of Anderson, Indiana has a population of 54,817. Anderson has a 14.7% African American population vs 13.6% nationally or 10.2% statewide. Anderson has 22.1% poverty rate compared to 11.6% nationally or 12.2% statewide. Anderson has a higher disability rate of 18% and persons without health insurance rate of 12.6%. The majority of Anderson is classified as disadvantaged according to the Climate and Economic Justice Screening Tool. All these factors make Anderson an excellent area to displace diesel emissions in a community that is historic

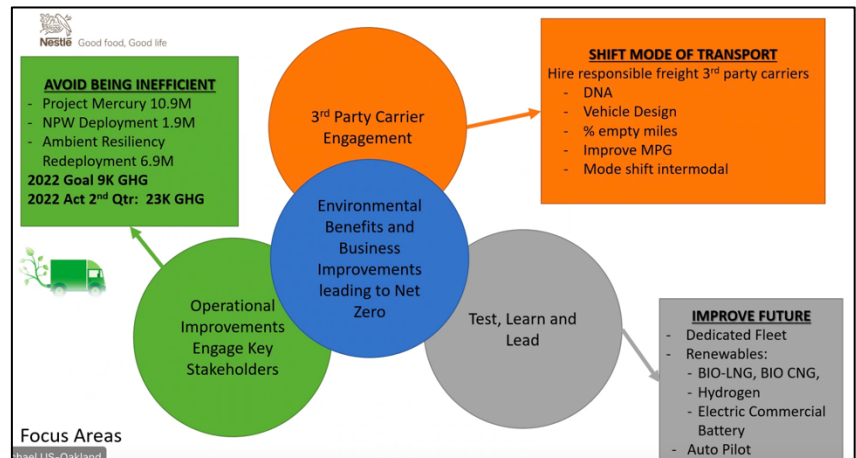


Fig. 2: Nestle Sustainability Plan

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economically challenged. In addition, the Centers for Disease Control shows 9.6 percent of Indiana adults have asthma compared to 7.8 percent at the national level.

In the chart below, the ZEV Terminal Truck project emissions were calculated utilizing the U.S. EPA's – Diesel Emission Quantifier. Through the implementation of this project, approximately 1.216 short tons of NO_x will not be emitted within the first year. As a result of this emission reduction, the negative health effects of exposure from NO_x for people with asthma, children and older adults will not be exposed to these harmful emissions. In consideration to the other emissions quantified from the DEQ, almost all emissions and criteria air pollutants are reduced by a significant percentage.

Table 4: Carter Express – ZEV Terminal Truck Replacement Project Estimated Annual Emissions Reductions <i>Data was used utilizing the most current U.S. EPA Diesel Emission Quantifier</i>						
<u>Annual Results</u> <i>(short tons)</i>	NO_x	PM_{2.5}	HC	CO	CO₂	Fuel
Baseline for Upgraded Vehicles	1.216	0.140	0.092	0.636	218.7	19,440
Amount Reduced After Upgrades	1.216	0.140	0.092	0.636	218.7	19,440
Percent Reduced After Upgrades	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%
<u>Lifetime Results</u> <i>(short tons)</i>	NO_x	PM_{2.5}	HC	CO	CO₂	Fuel
Baseline for Upgraded Vehicles	12.160	1.401	0.919	6.358	2,187.0	194,400
Amount Reduced After Upgrades	12.160	1.401	0.919	6.358	2,187.0	194,400
Percent Reduced After Upgrades	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%
<u>Lifetime Cost Effectiveness</u> <i>(\$/short ton reduced)</i>	NO_x	PM_{2.5}	HC	CO	CO₂	
Total Cost Effectiveness <i>(includes all project costs)</i>	\$49,417	\$428,914	\$654,151	\$94,509	\$275	

ANTICIPATED OUTCOMES

As part of Nestle's and Carter Express' overall sustainability and diesel emission reduction, this project will replace two Tier-3 diesel powered terminal trucks with two EMY 2023 Orange EV e-TRIEVER all electric terminal trucks. The Orange EV e-TRIEVER terminal trucks have a GCWR of 81,000 lbs. and 180 kWh battery capacity. The Orange e-TRIEVER terminal trucks are capable of 70kW charging rate and have an operating range of over 24 hours. Through the replacement of the existing diesel powered terminal trucks, this ZEV Terminal Truck project is expected to displace 19,440 diesel gallons in the first year alone. Over the ten year life of this project, it is expected that over 194,440 diesel gallons will be displaced as a result of this project.

The Orange EV e-TRIEVER is vendor selected for this project due to the exemplary track record that Orange EV has in the all-terminal truck industry. Since 2015, Orange



EV has deployed over 400 all-electric terminal trucks with 134 fleets across North America. In the terminal truck industry, equipment uptime is extremely important in the logistics services. Orange EV has an average uptime of 98%-99% and has a total cost of ownership compared to conventional diesel terminal trucks which translate into a 3-4 year return on investment. The low voltage control system has been the lead key to success deployments compared to other all-electric terminal trucks.

METRICS

Carter Express is planning to install two, 70 kW (480 VAC) DCFC charging station to charge the batteries of the Orange EV e-TRIEVER terminal trucks. There is ample electric infrastructure at this location and there isn't need to bring an extra transformer from the utility. The estimated costs for the installation of the charging stations are around \$24,000; which this project is not requesting funding for the infrastructure or installation needed for the infrastructure.

On average, terminal truck operations experience high idle time of diesel engines between the switching of trailers within a distribution center. Some diesel terminal truck operations idle at an average for over 50% of their operations. The current Carter Express terminal trucks idle an average of 24% and 31% of its annual operations. Engine idling leads to increase maintenance costs and breakdowns for terminal tractors. The need for engine idling is 100% reduce for the Orange EV terminal trucks. Additionally, the Orange EV trucks have regenerative braking that is capable of adding 50% more efficiency for terminal truck operations.

Table 5: Anticipated Target Metrics		
Performance Measures:	Current (2022)	Target (2024)
Volume of diesel used annually (diesel gallon equivalents)	19,440	0
Volume of diesel displaced annually (gallons)	0	19,440

LOCATION AND HOURS OPERATION

The Nestle facility is located at 4301 W. 73rd Street, Anderson, IN and is both a manufacturing facility and goods distribution facility. This project location has a density of diesel engine emissions that are required to distribute the Nestle products that are produced at this location across the country. This intermodal goods distribution facility also has rail access that allows for product to be transported via rail on the two railroad spurs on site. The CSX railroad is responsible for all rail movement on site. Nestle is planning to construct a third rail spur in 2023 in order to increase rail transport. This facility operates 24-hours a day, 365-days a year.

GRANTEE AND PARTNERS ROLES



Drive Clean Indiana (DCI) is an Indiana 501(c)(3) nonprofit organization whose aim is to educate and assist both public and private fleet owners and individuals. The purpose of DCI is to help meet the requirements of the national Energy Policy Act of 1992, which is aimed at promoting national energy security, and to help meet the requirements of the federal Clean Air Act as amended in 1990, which strives to promote clean air. DCI is a SmartWay Affiliate Partner and is committed to promoting the use of alternative fuels as well as idle and fuel use reduction and air quality improvement efforts.

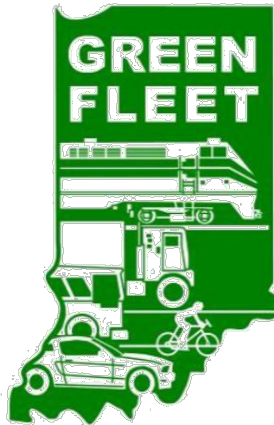
In addition to the purchase, installation and deployment activities, Carter Express personnel will also work with DCI to track performance and fuel reduction on the existing equipment to provide a point of comparison to evaluate the success of the projects. The same analytics will be tracked on the new all-electric terminal trucks once deployed. In addition to tracking performance and estimated reduction in tailpipe emissions; hours of operation, efficiencies, and fuel cost savings will be assessed. The data collected will allow for evaluation of the public benefits of the project for the life of the vehicle.

DCI will also work with IDEM/VW Advisory Committee and Carter Express/Nestle personnel to implement the following aspects of this project:

- Promoting diesel emission reduction projects, use policies, education and awareness programs with its employees.
- Celebrating and announcing the success of these projects with a press conference with IDEM.

Carter Express is a member of the Indiana Green Fleet Program which promotes partnerships and training with:

- IDEM DieselWise
- IDEM Partners for Clean Air
- IDEM Environmental Stewardship Program
- IDEM Partners for Pollution Prevention
- ASE Mechanic Training
- U.S. EPA Midwest Clean Diesel Initiative and SmartWay Affiliate
- National Fire Protection Association



KEY PERSONNEL CONTACT INFORMATION

The contacts below will serve as liaisons with the 2022 DieselWise Indiana staff on this project.

Table 6: Project Contacts

Contact	Organization/Title	Phone	Email
Nick Geesaman	Carter Express/C.O.O.	800-738-7705	nick.geesaman@carter-express.com
Michael Mason	Nestle/Group Transportation Manager Safety & Compliance	815-754-2653	Michael.mason@us.nestle.com
Ryan Lisek	Drive Clean Indiana/Project Manager	219-644-3690	rlisek@drivecleanindiana.org

EVALUATION CRITERIA

This ZEV Terminal Truck project addresses diesel emission reduction at a goods distribution facility that provides consumable products across the country. The location of this facility and the high density of diesel engine volume make this a great location to deploy a zero emission project that is industry proven. The need for heavy duty vehicle logistics is essential to the economic growth for the Crossroads of America. Being able to reduce the emissions from the supply chain for each consumable product that is manufactured or distributed at this facility has a national footprint for this project. Carter Express is a woman owned, Indiana company that has been in business for over 65 years.



BUDGET

Table 7: ZEV Terminal Truck Project Budget Line Items				
Equipment	Units	2022 DieselWise Funding (75%)	Applicant Cost-Share Funds (25%)	Total
2023 Orange EV E-TRIEVER (All-Electric, 180kW)	1	\$300,451.50	\$100,150.50	\$400,602.00
2023 Orange EV E-TRIEVER (All-Electric, 180kW)	1	\$300,451.50	\$100,150.50	\$400,602.00
PROJECT GRAND TOTAL	2	\$600,903.00	\$200,301.00	<u>\$801,204.00</u>

ATTACHMENTS

- I. Automated Direct Deposit Authorization Agreement State Form 47551
- II. Indiana Economic Impact – Proposals and Contracts - State Form 51778
- III. Carter Express Letters of Cost Share Commitment
- IV. Carter Express W-9
- V. Astro Enterprises W-9
- VI. Orange EV e-TRIEVER Equipment Quotes
- VII. Nestle Letter of Support
- VIII. Indiana Fleet Data Spreadsheet (Attached in email)