From: Will Whittington <william.w@sfrdc.com>
To: Mike Jewell <MJewell@cityofcovington.org>, Brandon Seale <brandon.seale@voltagrid.com>, Greg Ford <greg.f@sfrdc.com>
Cc: Scott Tolleson <sstolleson@gasauthority.com>, Rusty Hough <rhough@gasauthority.com>
Subject: Re: Draft Docs - Serverfarm
Date: Thu, 11 Sep 2025 02:17:25 +0000
Importance: Normal
Inline-Images: image.png; image(1).png

Hi Mike,

Thank you for sending these over. We don't have any material issues with the comments or edits in the documents. A couple of points/questions overall:

- Do we still need the Cost Reimbursement Agreement if Phase 1 and Phase 2 (potential) are already covered in the Facilities Agreement? Originally, we thought the CRA would precede the Facilities Agreement, but that doesn't seem necessary now. No issue if still required.
- The last open item is to update the Facilities Agreement and Load Letter with the language we reviewed to ensure alignment/consistency (see below for reference).

Let's quickly connect in the morning to make sure we are on schedule for the 9/15 council meeting. We also have a placeholder meeting in the afternoon if needed.

Thanks,
Will

Load letter language based on meeting today:

Serverfarm has provided a projected load ramp based on anticipated energy requirements. The City's natural gas infrastructure is capable of delivering up to 750 Dth/hour to the proposed data center with the implementation of Phase 1, as described below.

This capacity is contingent upon evaluation by Transco of the City Gate Meter and any associated upgrades whether may be required at the applicable intersection point. The parties will address any needed upgrades, if any, through coordinated financial, procurement, and implementation measures (Phase 2) to ensure timely delivery consistent with Serverfarm's customer requirements.

Phase 1 System Improvements (Required)

- **Estimated Cost:** $1.1 million (to be borne by Serverfarm).
- **Firm Supply:** 750 Dth/hour upon commission.
- **Payment Terms:**
  - $550,000 due within 14 days of execution of the Natural Gas Facilities Agreement.
  - Balance of actual project cost due within 30 days of commissioning.

Scope of Work: Mike to update

- Construct 6-inch diameter crossover gas mains to connect the existing 8-inch Tap-line to the existing 6-inch Tap-line at three locations on Hwy 81. $150K
- Construct 1,200 linear feet of 2inch diameter gas main from the 6-inch gas main on E. Bonnell St. to the traffic circle at Bob Williams Pkwy & Keegan Ct. $200K
- Construct 3,600 linear feet of 6-inch gas main on Hazelbrand Rd, from Hwy. 142 to the customer's meter station. $450K
- Construct an industrial Pressure Regulating and Metering Station at the Hazelbrand Rd project site. $300K
-

Phase 2. Potential City Gate Meter Improvements (If needed, pending analysis and confirmation by Transco)

Pending analysis by Transco and as needed

- **Estimated Cost:** $50k-1.5M (to be borne by Serverfarm).
- **Firm Supply: 750 Dth/hour** upon commission.
- **Timing: November 2026**
- **Payment Terms:**
  - Initial remittance of $[to be determined] due within 14 days of execution of the Natural Gas Facilities Agreement.
  - Balance of actual project cost due within 30 days of commissioning.

Scope of Work:

1. Orifice Plate Swap $50K
2. Swapping of Pressure Regulation System $200K – 500K
3. Replacing the meter $1MM-1.5MM.

Will Whittington
serverfarm
1-201-572-3547 (direct)
www.serverfarmllc.com

From: Mike Jewell <MJewell@cityofcovington.org>
Sent: Wednesday, September 10, 2025 2:56 PM
To: Will Whittington <william.w@sfrdc.com>; Brandon Seale <brandon.seale@voltagrid.com>; Greg Ford <greg.f@sfrdc.com>
Cc: Scott Tolleson <sstolleson@gasauthority.com>; Rusty Hough <rhough@gasauthority.com>
Subject: FW: Draft Docs - Serverfarm

Attached are the redlines from the City Attorney. I will revise the Load Letter based on our conversation. If there are questions about the redlines let's work through them so I can return to the City Attorney for his review.

Thanks,
Mike

From: Frank Turner <f.turner@stricklandturner.com>
Sent: Tuesday, September 9, 2025 6:35 PM
To: Mike Jewell <MJewell@cityofcovington.org>
Cc: Tres Thomas <tthomas@cityofcovington.org>
Subject: Re: Draft Docs - Serverfarm

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Mike,

Redlines attached. Only comment on the Facilities Agreement is a date change. I am concerned about the language in the Cost Reimbursement Agreement that would let serverfarm out of any reimbursement if Council does not approve the Facilities Agreement. Can we have Council approve the Facilities Agreement prior to signing the Cost Reimbursement Agreement so that is not a possibility?

Frank B. Turner, Jr.
Strickland Turner, LLP
1118 Conyers Street SW
P. O. Box 70
Covington, Georgia 30015-0070
770.786.4390

From: Mike Jewell <MJewell@cityofcovington.org>
Sent: Thursday, September 4, 2025 8:08 AM
To: Frank Turner <f.turner@stricklandturner.com>; Tres Thomas <tthomas@cityofcovington.org>
Subject: FW: Draft Docs - Serverfarm

Frank,

Can you please review these documents and recommend any revisions? The numbers involved are still being adjusted, but I wanted to get this to you for wording review and your thoughts.

Thank you,
Mike

From: Will Whittington <william.w@sfrdc.com>
Sent: Wednesday, September 3, 2025 9:34 PM
To: Mike Jewell <MJewell@cityofcovington.org>; Rusty Hough <rhough@gasauthority.com>
Subject: Draft Docs - Serverfarm

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Hi Mike, Rusty, I've updated the drafts and we can keep editing as we get more info back from the analysis over next couple of days.

Feel free to edit/make suggestions.

Mike, I'll check back in with you tomorrow afternoon. LMK if any issues opening files etc.

Thanks
Will

Will Whittington
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