

RESOLUTION No. 3- -19

A RESOLUTION OF THE LAND CLEARANCE FOR REDEVELOPMENT AUTHORITY OF KANSAS CITY, MISSOURI, APPROVING AND AUTHORIZING REVISIONS TO THE TERMINATION OF THE PURCHASE AND REDEVELOPMENT CONTRACT WITH NEGRO LEAGUES BASEBALL MUSEUM, INC., AS AMENDED, CONCERNING REDEVELOPMENT OF THE FORMER PASEO YMCA BUILDING LOCATED AT 1824 PASEO, AND AUTHORIZING FURTHER ACTION RELATED THERETO.

WHEREAS, the Land Clearance for Redevelopment Authority of Kansas City, Missouri (“Authority”) is a public body corporate and politic created by the Land Clearance for Redevelopment Authority Law, Section 99.300, *et seq.*, RSMo and is transacting business and exercising the powers granted by the Authority by virtue of Committee Substitute for Ordinance No. 16120, duly passed by the City Council of the City of Kansas City, Missouri (“City”), November 21, 1952; and

WHEREAS, on July 29, 2005, the Authority and Negro Leagues Baseball Museum, Inc., a Missouri non-profit corporation (“NLBM”), entered into that certain Purchase and Redevelopment Contract recorded as Document No. 2005K0049644, as amended by the First Amended Purchase and Redevelopment Contract dated August 30, 2006, among the Authority, NLBM, and 1824 Paseo I, LP, a Missouri limited partnership (“1824 Paseo”), a NLBM-affiliated entity, and recorded as Document No. 2006E0083563, and the Second Amended Purchase and Redevelopment Contract dated January 28, 2009 and recorded as Document No. 2009E0022647 (collectively, “Redevelopment Contract”); and

WHEREAS, pursuant to the Redevelopment Contract, the Authority conveyed the former Paseo YMCA building property and certain adjacent tracts (collectively, the “Property”) to: (a) NLBM by that Special Warranty Deed dated July 29, 2005 and recorded as 2005K0049645; and (b) 1824 Paseo by that Special Warranty Deed dated August 25, 2006 and recorded as Document No. 2006E0083562. 1824 Paseo subsequently conveyed its property to NLBM by that Special Warranty Deed dated February 21, 2012 and recorded as Document No. 2012E002035; and

WHEREAS, the Property is within the Manual Outline Urban Renewal Area; and

WHEREAS, NLBM is the current owner of the Property, plus certain other adjacent tracts, that comprise the former Paseo YMCA building site, which is being redeveloped for use as the Buck O’Neil Education and Research Center (“Project”); and

WHEREAS, pursuant the Redevelopment Contract, NLBM is required to develop and operate the Project on the Property; and

WHEREAS, by Resolution No. 7-1-18 dated July 25, 2018, the Authority, at the request of the City, approved the Termination and Release of Purchase and Redevelopment Contract to clear the Redevelopment Contract as a title encumbrance, subject to the City’s acquisition of the

Property and lease back to NLBM to provide funding for and to assist NLBM with the development and operation of the Project; and

WHEREAS, the City now requests that the Authority terminate the Redevelopment Contract before the City provides a loan between the City and NLBM to fund environmental remediation work at the Property; and

WHEREAS, once the environmental remediation is complete and the City has identified funds to assist with the development and operation of the Project, the City intends to acquire the Property from NLBM pursuant to the terms and conditions of a Donation Contract and a Use Agreement (and other related documents) to be entered into between the City and NLBM governing the acquisition and future use of the Property; and

WHEREAS, to facilitate a loan transaction to provide funding for the environmental remediation of the Property and the City's planned acquisition of the Property from NLBM, the Authority and NLBM desire to terminate the Redevelopment Contract and fully release the Property from restrictions contained in the Redevelopment Contract, subject to the closing of the loan transaction between the City and NLBM.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE LAND CLEARANCE FOR REDEVELOPMENT AUTHORITY OF KANSAS CITY, MISSOURI, AS FOLLOWS:

1. The Chairman, Vice Chairman, and Executive Director each is authorized to execute and deliver an instrument releasing the Property from the encumbrance and effect of the Redevelopment Contract in substantially the form of the revised Termination and Release of Purchase and Redevelopment Contract attached as Exhibit A, subject to such changes, additions or deletions as such officer, upon the advice of legal counsel, may deem necessary or desirable; provided, however, that the termination of the Redevelopment Contract and execution and delivery of the Termination and Release of Purchase and Redevelopment Contract is expressly subject to the closing of the loan transaction between the City and NLBM to provide funding for necessary environmental remediation of the Property.
2. The Chairman, Vice Chairman, and Executive Director each is further authorized and directed to execute and deliver for and on behalf of the Authority any and all additional certificates, agreements, documents or papers and to perform all other acts as the Authority or the title company may deem necessary or appropriate in order to close this transaction or otherwise implement and carry out the matters authorized by this Resolution, with such execution being conclusive evidence of his approval thereof.
3. This Resolution shall take effect immediately.

ADOPTED by the Land Clearance for Redevelopment Authority of Kansas City, Missouri this 27th day of March, 2019.

[SEAL]

Steven D. Hamilton, Chairman

ATTEST:

Greg Flisram, Secretary

Exhibit A

Termination and Release of Purchase and Redevelopment Contract