

RESOLUTION No. 4- -20

A RESOLUTION OF THE LAND CLEARANCE FOR REDEVELOPMENT AUTHORITY OF KANSAS CITY, MISSOURI ACKNOWLEDGING EXTENSION OF LEASE AGREEMENT; AUTHORIZING EXECUTION OF RECEIPT OF NOTICE OF EXTENSION AND ESTOPPEL; AND AUTHORIZING OTHER ACTIONS IN CONNECTION THEREWITH.

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

WHEREAS, the Authority is the owner of the real property located at 1025 Grand and formerly known as the “Shopper’s Parkade” (the “Property”). The Property is legally described on the attached Exhibit A; and

WHEREAS, the Authority and Historic Grand, L.L.C., a Missouri limited liability company (the “Redeveloper”), are parties to the Redevelopment Contract effective July 31, 2002 and recorded as Document No. 2003K0097910, as amended by the Amendment to Redevelopment Contract dated December 19, 2003 and recorded as Document No. 2003K0097911, the Second Amendment to Redevelopment Contract dated November 1, 2004 and recorded as Document No. 2009E0079737, and the Third Amendment to Redevelopment Contract dated February 6, 2009 and recorded as Document No. 2009E0081220, and the Fourth Amendment to Redevelopment Contract dated July 1, 2010, and recorded as Document No. 2010E0063092 (collectively referred to as the “Redevelopment Contract”) pertaining to the use and redevelopment of the Property; and

WHEREAS, pursuant to the Lease Agreement dated July 31, 2002, as amended by the amendment dated July 1 2010, as evidenced by the First Amendment to Memorandum of Lease recorded as Document No. 2010E06309 (collectively, the “Lease”), the Authority leases the Property to the Redeveloper; and

WHEREAS, pursuant to the Redevelopment Contract, the Authority and the Redeveloper have caused the former Shopper’s Parkade parking garage on the Property to be demolished and the Property is currently used as a surface parking lot; and

WHEREAS, to finance all or a portion of the demolition of the Shopper’s Parkade parking garage and/or construction of the surface parking lot improvements, the Redeveloper obtained a loan in the original principal amount of \$550,000 (the “Loan”), which is evidenced, in part, by a Deed of Trust issued by the Authority as to the Authority’s fee interest in the Property for the benefit of Bank Midwest N.A. dated August 14, 2009 and recorded as Document No. 2009E0091673, which was partially released by the instrument recorded as Document No.

2010E0063089 in connection with a transfer of a portion of the Property to the City of Kansas City; and

WHEREAS, by its Resolution No. 1-1-15 dated January 28, 2015, the Authority, at the Redeveloper's request, approved documents to refinance with Loan with Alterra Bank, as evidenced by the Deed of Trust, Security Agreement and Assignment of Rents dated February 12, 2015, and recorded as Document No. 2015E0012084, and the Assignment of Lease dated February 12 2015, and recorded as Document No. 2015E0012086; and

WHEREAS, the term of the Lease is scheduled to expire on July 1, 2020, subject to the Redeveloper's option to extend the term for two renewal periods of five (5) years each provided that the Redeveloper provides written notice to the Authority of the Redeveloper's intent to renew the Lease at least 60 days before the expiration of the Lease or renewal period; and

WHEREAS, on or about March 24, 2020, the Redeveloper notified the Authority in writing of the Redeveloper's intent to extend the Lease for a renewal term of five (5) years plus for an additional renewal term of five (5) years; and

WHEREAS, due to changes in the notice addresses appearing in the Lease and to the COVID-19 pandemic, which resulted in the closure of the Authority's office and limited personal delivery of notice, the Authority is willing to accept the modified procedure for notice utilized by the Redeveloper as compliant with the Lease; and

WHEREAS, as extended by the Redeveloper, the term of the Lease is now scheduled to expire on July 1, 2030, with no additional options to renew; and

WHEREAS, in connection with the Redeveloper's exercise of its option to extend the Lease, the Authority desires to execute, as requested by the Redeveloper, the Receipt of Notice of Extension and Estoppel in substantially the form attached hereto as Exhibit B; and

BE IT RESOLVED by the Board of Commissioners of the Land Clearance for Redevelopment Authority of Kansas City, Missouri as follows:

1. Lease Extension and Estoppel. The modified notice procedure utilized by the Redeveloper for the reasons described in this Resolution is accepted as being in compliance with the Lease and the Authority acknowledges the Redeveloper's timely exercise of its options to extend the term of the Lease to July 1, 2030, with no additional options to renew. Upon receipt of all funds payable by the Redeveloper to the Authority, including, without limitation, attorney's fees incurred by the Authority in connection with the Lease extension, under the Lease, the Redevelopment Contract, and related agreements, the Receipt of Notice of Extension and Estoppel is approved in substantially the form attached hereto as Exhibit B. Each of the Chairman, Vice Chairman and Executive Director of the Authority is hereby authorized and directed to execute the Receipt of Notice of Extension and Estoppel on behalf of Authority and as the free act and deed of the Authority, subject to such changes, additions or deletions that such officer, upon the advice of legal counsel, deems necessary or desirable and the execution of such document shall be conclusive evidence of such officer's approval of any changes.

2. Further Authority. The Authority shall, and the officers, agents and employees of the Authority are hereby authorized and directed to, take such further action, and execute, upon the advice of legal counsel, such other documents, certificates and instruments as may be necessary or desirable to carry out and comply with the intent of this Resolution.

3. Effective Date. This Resolution shall take effect and be in full force immediately after its adoption by the Board of Commissioners of the Authority.

ADOPTED by the Land Clearance for Redevelopment Authority of Kansas City, Missouri this 22nd day of April, 2020.

LAND CLEARANCE FOR REDEVELOPMENT
AUTHORITY OF KANSAS CITY, MISSOURI

By: _____
Rob Gardner, Chairman

[SEAL]

ATTEST:

Daniel Moye, Secretary

EXHIBIT A

Legal Description of Property Owned by the Authority

TRACT 1:

Lots 95 and 96 and the West half of the vacated alley adjoining said Lot 95 and 96 on the East, Lots 124, 125 and 126 and the East half of the vacated alley adjoining said Lots 124, 125 and 126, on the West, and the vacated North 8 feet of Eleventh Street, lying South of and adjoining all of said premises, SWOPE'S ADDITION, a subdivision in Kansas City, Jackson County, Missouri, according to the recorded plat thereof.

Except that part conveyed to the City of Kansas City by Document No. 2010E0063093 described as follows:

The vacated North 8 feet of 11th Street from the East line of Grand Avenue to the West line of McGee Street lying South of and adjacent to Lots 95 and 126, SWOPE'S ADDITION, a subdivision in Kansas City, Jackson County, Missouri and lying South of and adjacent to the vacated alley lying between Lots 95 and 126, SWOPE'S ADDITION, as vacated by Ordinance No. 31703, by the City of Kansas City, Missouri, recorded October 7, 1965, as Document No. B-531219, in Book B-5841 at Page 61.

TRACT 2:

Lot 123 and the South 8 feet of Lot 122, together with the East half of the vacated alley adjoining said premises on the West, SWOPE'S ADDITION, a subdivision in Kansas City, Jackson County, Missouri, according to the recorded plat thereof.

EXHIBIT B

Receipt of Notice of Extension and Estoppel