

REVISED

Board Meeting Agenda Tax Increment Financing Commission City of Kansas City, Missouri

DATE: February 13, 2019
TIME: 8:30 a.m.
PLACE: Economic Development Corporation Board Room
4th Floor, Emerald Room
1100 Walnut
Kansas City, Missouri

ADMINISTRATIVE TIF COMMISSION AGENDA ITEMS

ROLL CALL

1. **Consideration of acceptance of the Administrative TIFC Minutes, and other matters related thereto. (Janine Pettitt) Exhibit 1**

Minutes of the January 9, 2019 Administrative TIFC meeting are included for the Commission's review prior to the meeting.

Action recommended: ACCEPTANCE OF THE JANUARY 9, 2019 ADMINISTRATIVE TIFC MINUTES AS PRESENTED.

2. **Economic Activity Taxes: Consideration of acceptance of the Economic Activity Taxes Report, and other matters related thereto. (Rick DeSimone) Exhibit 2**

The most current Economic Activity Taxes Report is included for the Commission's review prior to the meeting:

- EATs Report

Action recommended: NONE; INFORMATION ONLY

3. **Affirmative Action and Contract Compliance Subcommittee Reports: Consideration of acceptance of the Affirmative Action and Contract Compliance Reports, and other matters related thereto. (Sandra Rayford)**

The Affirmative Action/Contract Compliance Committee met on Tuesday, February 5, 2019 at the offices of the Economic Development Corporation. In attendance were Commissioners Troy Nash (via teleconference), Jeffrey Williams, and Estella Morales, presiding. Also in attendance were EDC staff Sandra L. Rayford and Heather Brown, legal counsel to TIF Wesley Fields and Mollie Harmon, and Jerry Helmick of the Human Relations Department.

Jerry Helmick of the City's Human Relations Department reviewed with the Committee some compliance issues with two TIF Projects. No action was needed at the time regarding the projects.

Action recommended: NONE; INFORMATION ONLY

4. **Governance, Finance and Audit Subcommittee: Consideration of acceptance of the Governance, Finance and Audit Reports, and other matters related thereto. (Troy Nash) Exhibit 4**

The Governance, Finance and Audit December 2018 reports were distributed to the Subcommittee prior to the meeting:

- Monthly Financials as prepared by Cochran Head
(Michael Keenen of Cochran Head)

Action recommended: ACCEPTANCE OF THE FINANCIAL REPORT

5. **Neighborhood & Housing Subcommittee: Consideration of the Neighborhood & Housing Report, and other matters related thereto. (Jason Parson) Exhibit 5**

The most current Housing Report is included for the Commission's review prior to the meeting.

The Heart of the City Neighborhood Stabilization TIF Plan Advisory Committee has been appointed by the Mayor. A preliminary meeting of TIF and City staff was held last Thursday to discuss the operation of the Advisory Committee and the path forward. We are trying to schedule the initial meeting of the Advisory Committee, probably for early March.

Action recommended: NONE; INFORMATION ONLY.

6. **Administrative: Consideration of the Chair's Report, and other matters related thereto. (Chair Circo)**

Action recommended: NONE; INFORMATION ONLY.

7. **Administrative: Consideration of the Executive Director's Report, and other matters related thereto. (Heather Brown)**

Action recommended: NONE; INFORMATION ONLY.

TIF COMMISSION-TAXING JURISDICTIONS AGENDA

DATE: February 13, 2019
TIME: 9:00 a.m.
PLACE: Economic Development Corporation Board Room, 4th Floor
1100 Walnut
Kansas City, Missouri

CLAY COUNTY/LIBERTY-NKC AGENDA ITEMS

PUBLIC HEARING – 9:05 AM

ROLL CALL

8. **Shoal Creek Parkway TIF Plan – Fifteenth Amendment: Consideration of approval of the Fifteenth Amendment of the Shoal Creek Parkway TIF Plan, an amendment to each of Redevelopment Projects F, N and O, as each is described by the Plan and approved by separate Ordinances, and the termination of Redevelopment Projects C, H, I, Q, S, T, U, V, W, X, Y, AA and BB, as each is described by the Plan and approved by separate Ordinances, and other matters related thereto.. (Cathleen Flourney) Exhibit 8**

Purpose: The purpose of this hearing is for the TIF Commission to consider recommending to the City Council of Kansas City, Missouri approval of the Fifteenth Amendment to the Shoal Creek Parkway TIF Plan (the “Plan”), an amendment to each of Redevelopment Projects F, N and O, as each is described by the Plan and approved by separate Ordinances, and the termination of Redevelopment Projects C, H, I, Q, S, T, U, V, W, X, Y, AA and BB, as each is described by the Plan and approved by separate Ordinances.

Notices for this public hearing were published and noticed in accordance with Section 99.830 of the Revised Statutes of Missouri. Staff delivered notice by certified mail on October 25, 2018 to the taxing districts from which taxable property is included in the Redevelopment Area and such notice contained an invitation to each such taxing district to submit comments to the TIF Commission concerning the Fifteenth Amendment to the Shoal Creek Parkway TIF Plan prior to the date of this hearing.

Staff prepared and published notices in *The Kansas City Star* on November 13, 2018 and December 3, 2018.

Staff prepared and delivered notices on November 28, 2018 by certified mail to the person or persons in whose names the general taxes for the last preceding year were paid on each lot, block, tract or parcel of land located within the redevelopment project or plan area, which shall be subjected to payments in lieu of taxes and economic activity taxes.

This public hearing was initially convened on December 12, 2018 and thereafter continued to January 9, 2019, and to February 13, 2019.

Proposed Fifteenth Amendment to the Shoal Creek Parkway TIF Plan: The Fifteenth Amendment provides for (a) a modification to the boundaries of the Redevelopment Area, (b) modifications to the boundaries of Redevelopment Project Areas F, N and O, (c) the removal of Redevelopment Projects Areas C, H, I, Q, S, T, U, V, W, X, Y, AA and BB, (d) modifications to the description of the public improvements, (e) modifications to the Budget of Redevelopment Project Costs and (f) modifications to the Sources and Uses.

Proposed Redevelopment Area: The Redevelopment Area is generally bound by on the north by NE 108th Street and Missouri Route 291, on the east by Kansas City-Liberty city limits, on the south by Kansas City-Pleasant Valley city limits and on the west by Indiana and N. Staley Road (the “Redevelopment Area”) in Kansas City, Clay County, Missouri.

Proposed Redevelopment Plan and Redevelopment Project Area Modifications: The Fifteenth Amendment incorporates the recommendations made by the Shoal Creek Advisory Committee on October 10, 2018 and such recommendations include (1) increased funding for general park improvements, the destination playground, the multi-purpose playing fields and the waterline extension within Hodge Park; (2) increased funding for infrastructure improvements that are intended to support the Fire Station and (3) funding for infrastructure Improvements that support to renovation of Woodneath Library, including paving, trails and walkways, pedestrian lighting, access roads and a bridge, (4) the reduction in the size of Redevelopment Project Areas F, N and O and the elimination of Redevelopment Project Areas C, H, I, Q, S, T, U, V, W, X, Y, AA and BB.

Statutory Findings: It is Staff’s recommendation that the Fifteenth Amendment does not alter the previous required elements of the Plan or required statutory findings made by TIF Commission and the City Council in connection with its approval of the Plan and all amendments thereto.

Recommendation: Staff recommends approval of the Fifteenth Amendment to the Shoal Creek Parkway TIF Plan, modifications to the boundaries of Redevelopment Project Areas F, J, N and O and the termination of Redevelopment Project Areas C and H.

- Action recommended:*
- (1 of 4)** CLOSING THE PUBLIC HEARING.
 - (2 of 4)** APPROVAL OF THE FIFTEENTH AMENDMENT OF THE SHOAL CREEK PARKWAY TIF PLAN, AND FORWARDING THE RECOMMENDATIONS TO THE CITY COUNCIL FOR APPROVAL.
 - (3 of 4)** APPROVAL OF STAFF’S RECOMMENDED MODIFICATION TO THE BOUNDARIES OF REDEVELOPMENT PROJECT AREAS F, N AND O AND FORWARDING THE RECOMMENDATIONS TO THE CITY COUNCIL FOR APPROVAL.
 - (4 of 4)** APPROVAL OF THE TERMINATION OF REDEVELOPMENT PROJECT AREAS C, H, I, Q, S, T, U, V, W, X, Y, AA AND BB AND FORWARDING THE RECOMMENDATIONS TO THE CITY COUNCIL FOR APPROVAL.

9. **Consideration of acceptance of the Clay County/Liberty-NKC TIFC Minutes, and other matters related thereto. (Janine Pettitt) Exhibit 1**

Minutes of the January 9, 2019 Clay County/Liberty-NKC meeting are included for the Commission's review prior to the meeting.

Action recommended: ACCEPTANCE OF THE JANUARY 9, 2019 CLAY COUNTY/LIBERTY-NKC MINUTES AS PRESENTED.

CLAY COUNTY/NKC AGENDA ITEMS

PUBLIC HEARING – 9:15 AM

ROLL CALL

10. **Chouteau & I-35 TIF Plan – Eighth Amendment: Consideration of approval of the Eighth Amendment of the Chouteau& I-35 TIF Plan, and other matters related thereto. (Cathleen Flournoy)**

Action recommended: CONTINUING THE PUBLIC HEARING TO 9:15 AM MARCH 13, 2019.

11. **Consideration of acceptance of the Clay County/NKC TIFC Minutes, and other matters related thereto. (Janine Pettitt) Exhibit 1**

Minutes of the January 9, 2019 Clay County/NKC meeting are included for the Commission's review prior to the meeting.

Action recommended: ACCEPTANCE OF THE JANUARY 9, 2019 CLAY COUNTY/NKC MINUTES AS PRESENTED.

12. **Consent Agenda: Consideration of the Consent Agenda for Clay County/NKC, and other matters related thereto. (Rick DeSimone) Exhibit 12**

The Consent Agenda items for February 2019 included in the Commission's Board Packet for review prior to the meeting. The following items are included:

- Cost Certifications (Exhibit 12)

North Oak TIF Plan: Consideration of bond draw totaling \$11,500.00, and other matters related thereto. (Rick DeSimone)

Request from: Northland Neighborhoods
Total amount requested: \$11,500.00
Use of funds: Administrative fees and Contractor reimbursement in connection with the Encore Housing Program.

	Bond Draw Portion	Project Funds Portion	Total
<u>North Oak TIF Plan</u>			
- Administrative Fees Loretta Green - Inv 52	1,500.00	-	1,500.00
- DR. Holmes, LLC. - Inv 415	8,000.00	-	8,000.00
- DR. Holmes, LLC. - Inv 416	2,000.00	-	2,000.00
	<u>\$ 11,500.00</u>	<u>\$ -</u>	<u>\$ 11,500.00</u>

Notes: The draw is for \$1,500.00 Administrative Fees and \$10,000.00 subcontractor's reimbursement as part of the Encore Housing Program and payable from the project account of the bonds related to the North Oak TIF Plan. Bond Request #33.

Recommendation: Approval of a bond draw totaling \$11,500.00.

Action recommended: APPROVAL OF THE CONSENT AGENDA FOR CLAY COUNTY/NKC, MISSOURI.

JACKSON COUNTY/KCMO AGENDA ITEMS

PUBLIC HEARING – 9:30 AM

ROLL CALL

13. **22nd & Main TIF Plan – Seventeenth Amendment: Consideration of approval of the Seventeenth Amendment of the 22nd & Main TIF Plan, and other matters related thereto. (Heather Brown)**

Action recommended: CONTINUING THE PUBLIC HEARING TO 9:30 AM APRIL 10, 2019.

PUBLIC HEARING – 9:45 AM

ROLL CALL

14. **Linwood Shopping Center TIF Plan - First Amendment: Consideration of approval of the First Amendment of the Linwood Shopping Center TIF Plan, and other matters related thereto. (Cathleen Flourney)**

Action recommended: CONTINUING THE PUBLIC HEARING TO 9:30 AM MARCH 13, 2019.

15. **Consideration of acceptance of the Jackson County/KCMO TIFC Minutes, and other matters related thereto. (Janine Pettitt) Exhibit 1**

Minutes of the January 9, 2019 Jackson County/KCMO meeting are included for the Commission's review prior to the meeting.

Action recommended: ACCEPTANCE OF THE JANUARY 9, 2019 JACKSON COUNTY/KCMO MINUTES AS PRESENTED.

16. **Consent Agenda: Consideration of the Consent Agenda for Jackson County/KCMO, and other matters related thereto. (Rick DeSimone) Exhibit 16**

The Consent Agenda items for February 2019 included in the Commission’s Board Packet for review prior to the meeting. The following items are included:

- Cost Certifications (Exhibit 16)

11th Street Corridor TIF Plan: Consideration of certification of costs totaling \$31,985.00, and other matters related thereto. (Rick DeSimone)

Request from: Walnut Creek Ranch, LLC
Total amount requested: \$31,985.00
Use of funds: Streetscape Improvements
Cost certifier: MHK CPAs
Questioned or disallowed costs: None
MBE/WBE reporting requirement: Not subject to reporting requirements.
EATs reporting requirement: 6% for current reporting period (2nd half 2018), last reporting period 100% (1st half 2018). The developer is making a good faith effort to obtain the required EATs documents.

Notes: Grant 26-7 of the 11th Street Corridor Neighborhood Improvement Fund. Streetscape Improvements at Blossom House, 1021-1023 Jefferson Street.

Recommendation: Approval of certification of costs totaling \$31,985.00.

11th Street Corridor TIF Plan: Consideration of certification of costs totaling \$14,589.00, and other matters related thereto. (Rick DeSimone)

Request from: Walnut Creek Ranch, LLC
Total amount requested: \$14,589.00
Use of funds: Facade Improvements
Cost certifier: MHK CPAs
Questioned or disallowed costs: None
MBE/WBE reporting requirement: Not subject to reporting requirements.
EATs reporting requirement: 6% for current reporting period (2nd half 2018), last reporting period 100% (1st half 2018). The developer is making a good faith effort to obtain the required EATs documents.

Notes: Grant 26-8 of the 11th Street Corridor Neighborhood Improvement Fund. Façade Improvements at Blossom House, 1021-1023 Jefferson Street.

Recommendation: Approval of certification of costs totaling \$14,589.00.

11th Street Corridor TIF Plan: Consideration of certification of costs totaling \$27,534.00, and other matters related thereto. (Rick DeSimone)

Request from: Soho Lofts Condominium Association
Total amount requested: \$27,534.00
Use of funds: Facade Improvements for 308 W. 8th Street
Cost certifier: MHK CPAs
Questioned or disallowed costs: None
MBE/WBE reporting requirement: Not subject to reporting requirements.
EATs reporting requirement: 6% for current reporting period (2nd half 2018), last reporting period 100% (1st half 2018). The developer is making a good faith effort to obtain the required EATs documents.

Notes: Grant 26-13 of the 11th Street Corridor Neighborhood Improvement Fund. Façade Improvements at 308 W. 8th Street.

Recommendation: Approval of certification of costs totaling \$27,534.00.

River Market TIF Plan: Consideration of certification of costs totaling \$27,576.00, and other matters related thereto. (Rick DeSimone)

Request from: Downtown Kansas City
Total amount requested: \$27,576.00
Use of funds: Infrastructure Improvements
Cost certifier: Ralph C. Johnson & Co.
Questioned or disallowed costs: None
MBE/WBE reporting requirement: Not subject to reporting requirements.
EATs reporting requirement: 67% for current reporting period (2nd half 2018), last reporting period 100% (1st half 2018). The developer is making a good faith effort to obtain the required EATs documents.

Notes: Infrastructure Improvements. Costs include Sidewalk and Curb improvements, Pedestrian Light Replacement and Landscaping Improvements of the River Market Community Improvement District.

Recommendation: Approval of certification of costs totaling \$27,576.00.

Action recommended: APPROVAL OF THE CONSENT AGENDA FOR JACKSON COUNTY/KCMO.

17. Kansas City Convention Center Headquarters Hotel TIF Plan: Consideration of approval of certification of costs totaling \$9,888,794.00 in connection with the Kansas City Convention Center Headquarters Hotel TIF Plan, and other matters related thereto. (Rick DeSimone) Exhibit 17

Request from: KC Hotel Property Owner, LLC
 Total amount requested: \$9,890,372.00
 Use of funds: Construction Cost
 Cost certifier: CHV CPAs
 Questioned or disallowed costs: \$1,578.00
 MBE/WBE reporting requirement: Compliant.
 EATs reporting requirement: Initial Reporting Period Pending Project Completion.

Funded	Amount
Borrower Equity	\$ 2,690,729.00
Series A Bonds	2,844,932.00
NBH Loan	2,087,570.00
Series B Bonds	1,290,245.00
City Land Contribution	
City Cash	975,318.00
Senior Loan	-
Total	\$ 9,888,794.00

Notes: Land, Facility Construction Cost, Design Cost, Testing & Inspection Fees, Warehousing, Storage & Procurement Cost, Pre-Opening Expenses, Project Management, Capitalized Interest, Interest Reserve & Unused Private Loan Fees, Finance Related Closing Cost & Legal Fees and Development Fees. Draw #12 for the construction of the Downtown Convention Center Headquarters and Hotel. The \$1,578 of questioned costs in the Certifiers report relates to items that the Certifier had not provided supporting documentation.

Recommendation: Approval of certification of costs totaling \$9,888,794.00.

Action recommended: APPROVAL OF CERTIFICATION OF COSTS TOTALING \$9,888,794.00 IN CONNECTION WITH THE KANSAS CITY CONVENTION CENTER HEADQUARTERS HOTEL TIF PLAN.

18. 11th Street Corridor TIF Plan: Consideration of a recommendation that the City Council of Kansas City, Missouri acknowledge that the 23-year statutory period for the capture of tax increment allocation financing within Project M identified by the 11th Street Corridor Tax Increment Financing Plan has expired and pass an ordinance terminating the designation of Project M and other matters related thereto. (Heather Brown) Exhibit 18

The City Council (the "City Council") of the City of Kansas City, Missouri, by the passage of Ordinance No. 921355, on December 10, 1992, approved the Eleventh Street Corridor Tax Increment Financing Plan (the "Eleventh Street TIF Plan") and designated an area described by the TIF Plan as a redevelopment area (the "Redevelopment Area"). Ordinance No. 951479 approving tax increment financing for the project was passed on November 21, 1995.

The redevelopment area described by the Plan is generally bound by E. 9th Street on the north, E. 12th Street on the south, Wyandotte Street on the west, and Main Street on the east in Kansas City, Jackson County, Missouri.

Staff Recommendation: Staff recommends that the TIF Commission adopt a Resolution recommending that the City Council acknowledge that the 23-year statutory period for the capture of tax increment allocation financing within Project M has expired and that the City Council pass an ordinance terminating the designation of that project.

Action recommended: APPROVAL OF RECOMMENDATION THAT THE CITY COUNCIL OF KANSAS CITY, MISSOURI (1) ACKNOWLEDGE THAT THE 23-YEAR PERIOD FOR THE CAPTURE OF TAX INCREMENT FINANCING WITHIN PROJECT M HAS EXPIRED AND (2) RECOMMENDATION THAT THE CITY COUNCIL PASS AN ORDINANCE TERMINATING THE DESIGNATION OF THAT PROJECT RELATIVE TO THE 11TH STREET CORRIDOR TAX INCREMENT FINANCING PLAN.

19. 11th Street Corridor TIF Plan: Consideration of approval of a Certificate of Completion and Compliance in connection with the 11th Street Corridor TIF Plan/ Projects C-1, D, E-1, E-2, F, G-1, G-3, H-1, I, L, M, U, V, X, and Y, and other matters related thereto. (Sandra L. Rayford) Exhibit 19

The Eleventh Street Corridor TIF Plan (the “TIF Plan”) was approved by City Council on December 10, 1992 and which has been amended several times thereafter by a series of Ordinances passed by the City Council, provides for the implementation of several redevelopment projects identified within the Certificate of Completion and Compliance.

The TIF Commission entered into a Redevelopment Agreement dated August 9, 1993 with Eleventh Street Corridor Development Corporation (the “Redeveloper”) for all such requirements and obligations in connection with the completion of Redevelopment Projects C-1, D, E-1, E-2, F, G-1, G-3, H-1, I, L, M, U, V X, and Y (Project Areas), and its affiliates and their respective permitted successors, assigns and lenders, as the proposed transferee of the Redeveloper’s interests under the Redevelopment Agreement.

Construction of the Project Improvements and Public Improvements with respect to Redevelopment Projects has been completed in accordance with the construction plans referenced in the Redevelopment, dated August 9, 1993 between the TIF Commission and Redeveloper. Certificates of Occupancy have been issued with respect to the Project Improvements and Public Improvements and the Redeveloper has provided compliance documentation with respect to all provisions of the Redevelopment Agreement, including EATs and Affirmative Action Policies. The Redeveloper is in compliance with all provisions of the Redevelopment Agreement, including but not limited to, the Commission’s EATS and Affirmative Action Policies.

The actual private equity and debt as described in Exhibit B of the Certificate was used by Redeveloper to complete the Project Improvements and Public Improvements (which amount may include capitalized interest during construction).

The Contract Compliance Committee reviewed with the Developer's representative the status of compliance in the completion of the Project Improvements and Public Improvements and recommends that the Commission approve the Certificate of Completion and Compliance.

Action recommended: APPROVAL OF THE CERTIFICATE OF COMPLETION AND COMPLIANCE FOR ISSUANCE TO ELEVENTH STREET CORRIDOR DEVELOPMENT CORPORATION FOR THE COMPLETION OF PROJECTS C-1, D, E-1, E-2, F, G-1, G-3, H-1, I, L, M, U, V, X, AND Y OF THE 11TH STREET CORRIDOR TAX INCREMENT FINANCING PLAN.

20. **9th and Central TIF Plan: Consideration of approval of a Certificate of Completion and Compliance in connection with the 9th and Central TIF Plan/Project A, and other matters related thereto. (Sandra L. Rayford) Exhibit 20**

The 9th & Central TIF Plan ("The Plan") as amended, provides for the rehabilitation of a historic hotel building located at 907 Central. The TIF Plan contemplates that the historic hotel, after rehabilitation, shall include a 120-room boutique hotel, an approximately 5,800 sq. ft. restaurant and bar area, event space, and a contemporary art museum, along with the necessary infrastructure improvements.

Construction of the Project Improvements and Public Improvements were commenced in November 2016 and were completed in June of 2018. The original assessed value of the project was \$523,005 and as of 2018 it was assessed at \$2,507,216. The hotel currently employs 119 people.

The Developer, 21c Kansas City, LLC has applied for a Certificate of Completion and Compliance and has provided compliance documentation with respect to all provisions of the Redevelopment Agreement, including, but not limited to the Commission's EATS and Affirmative Action Policies and the Public Participation requirements of the Redevelopment Agreement. The Actual private equity and debt as described in the Certificate was used by 21c Kansas City, LLC to complete the Project Improvements and Public Improvements, which include capitalized interest during construction.

The Contract Compliance Committee reviewed with the Developer's representative the status of compliance in the completion of the Project Improvements and Public Improvements and recommends that the Commission approve the Certificate of Completion and Compliance.

Action recommended: APPROVAL OF THE CERTIFICATE OF COMPLETION AND COMPLIANCE FOR ISSUANCE TO 21C KANSAS CITY, LLC FOR THE COMPLETION OF PROJECTS A OF THE 9TH AND CENTRAL TAX INCREMENT FINANCING PLAN.

21. **13th and Washington TIF Plan: Consideration of approval of a Certificate of Completion and Compliance in connection with the 13th and Washington TIF Plan/Project 1, and other matters related thereto. (Sandra L. Rayford) Exhibit 21**

The 13th & Washington TIF Plan ("The Plan") provides for the implementation of Redevelopment Project Area 1, which provides for the construction of a 75,000 sq. ft. building along with 225 parking spaces. Construction of the Project Improvements and

Public Improvements were completed in 1997 by Unitog Company. The original assessed value of the project was \$252,480 and the current assessed value in 2018 was \$1,372,384.

The building was subsequently sold to DST Realty, Inc. in 1997 who entered into an Assignment Agreement dated December 22, 1999 among the TIF Commission, Unitog Realty Company, and DST Realty, Inc. The current tenant of the building is Argus Health Systems, a subsidiary of DST Systems who currently has approximately 367 employees.

A Certificate of Occupancy has been issued with respect to the Project Improvements and Public Improvements and the Redeveloper has provided compliance documentation with respect to all provisions of the Redevelopment Agreement, including EATS and Affirmative Action Policies. The Redeveloper is in compliance with all provisions of the Redevelopment Agreement including, but not limited to, the Commission's EATS and Affirmative Action Policies.

The Contract Compliance Committee reviewed with the Developer's representative the status of compliance in the completion of the Project Improvements and Public Improvements and recommends that the Commission approve the Certificate of Completion and Compliance.

Action recommended: APPROVAL OF THE CERTIFICATE OF COMPLETION AND COMPLIANCE FOR ISSUANCE TO DST REALTY, LLC FOR THE COMPLETION OF PROJECT A OF THE 13TH AND WASHINGTON TAX INCREMENT FINANCING PLAN.

22. Baltimore Place TIF Plan: Consideration of approval of a Certificate of Completion and Compliance in connection with the Baltimore Place TIF Plan/Project 3, and other matters related thereto. (Sandra L. Rayford) Exhibit 22

The Baltimore Place TIF Plan, which was approved by City Council on February 2, 2006, and was subsequently amended thereafter, provides for the rehabilitation and construction of office space, the renovation and construction parking spaces, façade enhancements, residential development, public improvements, streetscapes, retail development, as well as necessary appurtenances and utilities.

The First Amendment of the TIF Plan approved by City Council on January 17, 2008 amended the Redevelopment Projects Costs for Projects 1 & 2. The intent and substance of the TIF Plan remained unchanged other than those revisions.

The Second Amendment of the TIF Plan, as approved by City Council on May 20, 2010 changed the Redevelopment Schedule for Redevelopment Project 3 (Nelkin Building) and modified the Project Improvements with respect to Redevelopment Project 3 consisted of renovation, restoration, and rehabilitation (including environmental remediation) of the exterior and the interior of the Nelkin Building located at 811 Wyandotte for office or other commercial use. The building consists of 27,200 sq. ft. on four above-ground floors and approximately 4,800 sq. ft. in the basement along with necessary improvements to the parking lot adjacent to the north side of the building (collectively, the "Project 3 Improvements"). The Second Amendment to the TIF Plan provides that the Project 3 Improvements shall be completed by May 2011. The intent and substance of the TIF Plan remained unchanged other than those revisions.

The TIF Commission entered into an Amended and Restated Partial Assignment, Assumption, and Release Agreement (“Partial Assignment Agreement”), dated as of February 12, 2010, among the Commission, Cumberland Redevelopment Corporation (the “Original Redeveloper”), Gee Whiz Holdings, LLC (“Gee Whiz Holdings”), and Gee Whiz Development, Inc. (“Gee Whiz Development”), which provides, among other things, for (A) Cumberland’s assignment and the Original Developer’s rights, interests, duties and obligations arising under the Redevelopment Agreement and (B) the Commission’s approval of such assignment and assumption.

The Agreement (2010 Redevelopment Agreement) by and among the Commission, Gee Whiz Development, and Gee Whiz Holdings, dated as of June 9, 2010, which provides for the implementation of Redevelopment Project 3 of the Baltimore Tax Increment Finance Plan, as amended (the “TIF” Plan; and the Assignment and Assumption Agreement, dated July 23, 2010, between Gee Whiz Development and the Gee Whiz Holdings’ assumption of certain of Gee Whiz Development’s rights, interests, duties and obligations arising under the Plan and 2010 Redevelopment Agreement.

This Certificate of Completion and Compliance acknowledges and confirms that Gee Whiz Holdings has satisfied all requirements and obligations in connection with the completion of the improvements to be implemented in connection with Redevelopment Project Area 3 of the TIF Plan. (All capitalized terms not defined herein shall have the respective meanings ascribed to them in the Real Property Tax Increment Financing Allocation Act, Sections 99.800 to 99.865, inclusive, of the Revised Statutes of Missouri, as amended, the “Act”).

Construction of the Project 3 Improvements commenced in January 2011 and was completed in October 2011. A Certificate of Occupancy was issued October 17, 2011 for the Project 3 Improvements. The total cost of Project Improvements was \$6,400,000 plus interest, in accordance with the Commission’s Interest Policy. The original assessed value of the real property was \$216,000 and the 2018 assessed value of \$587,520. Gee Whiz Holdings, LLC dba Trozzolo Communications Group employs approximately 57 people.

The Contract Compliance Committee reviewed with the Developer’s representative the status of compliance in the completion of the Project Improvements and Public Improvements and recommends that the Commission approve the Certificate of Completion and Compliance.

Action recommended:

APPROVAL OF THE CERTIFICATE OF COMPLETION AND COMPLIANCE FOR ISSUANCE TO GEE WHIZ HOLDINGS, LLC FOR THE COMPLETION OF PROJECT 3 OF THE BALTIMORE PLACE TAX INCREMENT FINANCING PLAN.

EXECUTIVE SESSION

23. Consideration of legal matters, real estate matters, sealed bids or proposals, or confidential communications between the Commission and its auditor, pursuant to Section 610.021(1), (2), (12), or (17), RSMo, respectively. (*Chair Circo*)

RESUME BUSINESS SESSION

24. Adjournment

**high-performance work system
technology
organizational structure
people
processes
all work together**