

# **Board Meeting Agenda**

## **Tax Increment Financing Commission**

**City of Kansas City, Missouri**

DATE: November 9, 2021  
TIME: **9:30 a.m.**  
PLACE: Economic Development Corporation Board Room, 4<sup>th</sup> Floor  
300 Wyandotte  
Kansas City, Missouri

## **Videoconference**

- Do not delete or change any of the following text. –

**Join the meeting via Zoom**

<https://zoom.us/j/92182348011?pwd=ROFXNGMzRGtnRzB0a0l0OWx3Z0hkdz09>

**Meeting ID: 921 8234 8011**

**Passcode: 377462**

**By Telephone Dial: 1 (312) 626-6799**

**Meeting number (access code) 921 8234 8011**

# ***PLATTE COUNTY/PLATTE RIII-PARK HILL AGENDA ITEMS***

## ***ROLL CALL***

- 1. Consideration of acceptance of the Platte County/Platte RIII-Park Hill Commission Minutes, and other matters related thereto. (*La'Sherry Banks*) Exhibit 1**

Minutes of the September 14, 2021 and October 12, 2021 Platte County/Platte RIII-Park Hill meeting are included for the Commission's review prior to the meeting.

*Action recommended:* ACCEPTANCE OF THE SEPTEMBER 14, 2021 AND OCTOBER 12, 2021 PLATTE COUNTY/PLATTE RIII-PARK HILL MINUTES AS PRESENTED.

- 2. Consent Agenda (Cost Certifications): Consideration of the Cost Consent Agenda for Platte County/Platte RIII-Park Hill, and other matters related thereto. (*Rick DeSimone*) Exhibit 2**

The Consent Agenda items for November 2021 are included in the Commission's Board Packet for review prior to the meeting. The following items are included:

- Cost Certifications (**Exhibit 2**)

**KCI TIF Plan: Consideration of certification of costs totaling \$889,897.77 and other matters related thereto. (*Rick DeSimone*)**

Request from:	City of Kansas City, MO.
Total amount requested:	\$889,897.77
Use of funds:	Tiffany Springs Bridge
Cost certifier:	CHV CPAs
Questioned or disallowed costs:	None
EATs reporting requirement:	86% compliant for the current reporting period (1st half 2021), 1st Half Reports are not due to the Commission until 7-31-2021. Staff is following up with the Developer and Retailers. 96% Compliant for the last reporting period (2nd half 2020).

Notes: Construction Cost Project 4B, the Bridge over Interstate 29 on NW Old Tiffany Springs Road. A portion of this request will be paid from a bond draw—see schedule below.

	Bond Draw Portion	Reimbursable from other Funding Sources	Total Certification
KCI Corridor- City of Kansas City, MO	\$ 690,845.57	\$ 199,034.20	\$ 889,879.77
	\$ 690,845.57	\$ 199,034.20	\$ 889,879.77

Recommendation: Approval of certification of costs totaling \$889,897.77 and payment of related bond draw of \$690,845.57.

**KCI TIF Plan: Consideration of certification of costs totaling \$1,301,176.90, and other matters related thereto. (Rick DeSimone)**

Request from: MD Management, Inc.  
Total amount requested: \$1,301,176.90  
Use of funds: Street Improvements and Administrative Cost  
Cost certifier: Ralph Johnson  
Questioned or disallowed costs: None  
EATs reporting requirement: 94% compliant for the current reporting period (1st half 2021), 96% Compliant for the last reporting period (2nd half 2020).

Notes: Street Improvement Project 17 (Line Creek Parkway) and Project 21 Northland Sports Complex Storm Water Detention, Engineering Cost and related Commission Expenses, Contingencies, Legal Fees and Construction Interest.

Notes: A portion of this request will be paid from a bond draw—see schedule below.

	Bond Draw Portion	Pay As You Go Portion	Total Certification
KCI Corridor - MD Management, Inc.	\$ 1,256,750.86	\$ 44,426.04	\$ 1,301,176.90

Recommendation: Approval of certification of costs totaling \$1,301,176.90 and payment of related bond draw of \$1,256,750.86. Reimbursement is subject to the issuance of a Certificate of Partial Completion.

*Action recommended:* APPROVAL OF THE COST CONSENT AGENDA FOR PLATTE COUNTY/PLATTE RIII-PARK HILL AND AUTHORIZE AND DIRECT THE CHAIR, VICE-CHAIR, OR EXECUTIVE DIRECTOR TO EXECUTE A RESOLUTION APPROVING THE SAME.

3. **KCI Corridor TIF Plan: Consideration of approval of the Certificate of Completion and Compliance No. 5 in connection with the KCI Corridor TIF Plan and other matters related thereto. (Sandra Rayford) Exhibit 3**

This Certificate of Completion issued to the City of Kansas City, Missouri in accordance with Section 11 of the Redevelopment Agreement for all such requirements and obligations in connection with (1) the acquisition of right of way, (2) the mitigation of wetlands necessary to complete certain improvements to Old Tiffany Springs Road, and (3) the construction to 4 lanes described on **Exhibit A**, attached hereto (the “Partially Completed Public Improvements”).

**KCI CORRIDOR TIF PLAN/PROJECT 4B – OLD TIFFANY SPRINGS ROAD:**

	<u>Budget</u>	<u>Actual to Date</u>
Total Public Improvements	\$7,012,890	\$6,286,779 <sup>1</sup>
Public Improvement Costs Eligible for Reimbursement	\$7,012,890	\$6,286,779

**Redeveloper’s Report:** The Redeveloper has provided satisfactory compliance documentation related to the Completed Improvements.

**Cost Certification:** All costs to date have been certified by the Commission.

**Compliance with Policies:** The Redeveloper satisfactorily complied with the policies attached to and incorporated within the Redevelopment Agreement, including Ordinance No. 180535, as further amended, and the Commission’s Workforce Policy.

Staff recommends approval of the Certificate of Completion and Compliance.

*Action recommended:* APPROVAL OF THE CERTIFICATE OF COMPLETION AND COMPLIANCE NO.5 FOR PROJECT 4B OF THE KCI CORRIDOR TIF PLAN AND DIRECT THE CHAIR, VICE-CHAIR, OR EXECUTIVE DIRECTOR TO EXECUTE A RESOLUTION APPROVING THE SAME.

4. **KCI Corridor TIF Plan: Consideration of approval of the appointment of Sabin Yanez as representative of the Northland Regional Chamber of Commerce, and Jenny Johnston as alternate, to the KCI Corridor TIF Advisory Committee, and other matters related thereto. (David Leader)**

The KCI Corridor TIF Plan provided for the appointment of a representative to the Advisory Committee by the Northland Regional Chamber of Commerce. The Chamber has requested the appointment Sabin Yanez to the KCI Corridor TIF Advisory Committee as the representative of the Chamber, replacing Chris Todd, and the appointment of Jenny Johnston as the alternate, replacing Ed Ford.

**Recommendation:** Accept the recommendations from the Northland Regional Chamber of Commerce of the appointment of Sabin Yanez as the regular appointee, with Jenny Johnston as the alternate.

*Action recommended:* APPROVAL OF THE APPOINTMENT OF SABIN YANEZ REPRESENTING THE NORTHLAND CHAMBER AND JENNY JOHNSTON, ALTERNATE TO THE KCI CORRIDOR TIF ADVISORY COMMITTEE.

5. **KCI Corridor TIF Plan: Consideration of approval of the appointment of Wes Minder to the KCI Corridor TIF Advisory Committee, and other matters related thereto. (David Leader)**

The Mayor has requested the appointment of Wes Minder to the KCI Corridor TIF Advisory Committee.

*Action recommended:* APPROVAL OF THE REQUEST OF THE MAYOR APPOINTING WES MINDER TO THE KCI CORRIDOR TIF ADVISORY COMMITTEE.

## ***PLATTE-CLAY COUNTY/PLATTE RIII AGENDA ITEMS***

### ***ROLL CALL***

6. **Consideration of acceptance of the Platte-Clay County/Platte RIII Commission Minutes, and other matters related thereto. (La'Sherry Banks) Exhibit 1**

Minutes of the October 12, 2021 Platte-Clay County/Platte RIII meeting are included for the Commission's review prior to the meeting.

*Action recommended:* ACCEPTANCE OF THE OCTOBER 12, 2021 PLATTE-CLAY COUNTY/PLATTE RIII MINUTES AS PRESENTED.

7. **Consent Agenda (Cost Certifications): Consideration of the Cost Consent Agenda for Platte-Clay County/Platte RIII, and other matters related thereto. (Rick DeSimone) Exhibit 7**

The Consent Agenda items for November 2021 are included in the Commission's Board Packet for review prior to the meeting. The following items are included:

- Cost Certifications (**Exhibit 7**)

**Platte Purchase TIF Plan: Consideration of certification of costs totaling \$1,237,334.23, and other matters related thereto. (Rick DeSimone)**

Request from:	MD Management, Inc.
Total amount requested:	\$1,237,334.23.
Use of funds:	Construction and Street Improvement Cost
Cost certifier:	Ralph Johnson
Questioned or disallowed costs:	None
EATs reporting requirement:	100% compliant for the current reporting period (1st half 2021). 100% Compliant for the last reporting period (2nd half 2020).

Notes: Cost Includes Commission Expenses, Construction Period Interest, Legal Fees & Street Improvement Cost. Street Improvement Cost includes N Platte Purchase Dr, Line Creek Parkway Sanitary Sewer Professional Services.

Notes: A portion of this request will be paid from bond draw—see schedule below.

	Bond Draw Portion	Pay As You Go Portion	Total Certification
Platte Purchase			
- MD Management, Inc.	\$ 1,190,309.51	\$ 47,024.72	\$ 1,237,334.23

Recommendation: Approval of certification of costs totaling \$1,237,334.23 and payment of related bond draw of \$1,190,309.51. Reimbursement is subject to the issuance of a Certificate of Partial Completion.

*Action recommended:* APPROVAL OF THE COST CONSENT AGENDA FOR PLATTE-CLAY COUNTY/PLATTE RIII AND AUTHORIZE AND DIRECT THE CHAIR, VICE-CHAIR, OR EXECUTIVE DIRECTOR TO EXECUTE A RESOLUTION APPROVING THE SAME.

## ***CLAY COUNTY/LIBERTY-NKC AGENDA ITEMS***

### ***ROLL CALL***

**8. Consideration of acceptance of the Clay County/Liberty-NKC TIFC Minutes, and other matters related thereto. (La’Sherry Banks) Exhibit 1**

Minutes of the October 12, 2021 Clay County/Liberty-NKC meeting are included for the Commission’s review prior to the meeting.

*Action recommended:* ACCEPTANCE OF THE OCTOBER 12, 2021 CLAY COUNTY/LIBERTY-NKC MINUTES AS PRESENTED.

**9. Consent Agenda (Cost Certifications): Consideration of the Cost Consent Agenda for Clay County/Liberty-NKC, and other matters related thereto. (Rick DeSimone) Exhibit 9**

The Consent Agenda items for November 2021 are included in the Commission’s Board Packet for review prior to the meeting. The following items are included:

- Cost Certifications (**Exhibit 9**)

**Shoal Creek Parkway TIF Plan: Consideration of (1) certification of costs totaling \$1,983,976.88, and (2) a request for waiver of the requirement that certification be requested within 18 months of the cost being incurred. (Rick DeSimone) Exhibit 9**

Request from: The City of Kansas City, MO  
 Total amount requested: \$1,983,976.88

Use of funds: Street Improvement Project  
Cost certifier: CHV CPAs  
Questioned or disallowed costs: \$938,924.28 – Cost Incurred over 18 months  
EATs reporting requirement: 86% compliant for the current reporting period (1st half 2021), 99% Compliant for the last reporting period (2nd half 2020). Staff has contacted the Developer and Retailers to obtain outstanding EATs Reports.

Notes: Street Improvements Project K, Northeast 104<sup>th</sup> Street from MO 291 to A Highway. Street Improvements a half mile east of MO 291 to the Liberty/Kansas City, MO City limits. Pay Request #4 and Pay Request #5.

Recommendation: Approval of certification of costs totaling \$1,983,976.88.

*Action recommended:* GRANT A WAIVER OF THE REQUIREMENT THAT COST BE SUBMITTED FOR REIMBURSEMENT WITHIN 18 MONTHS OF BEING INCURRED AND APPROVAL OF THE CERTIFICATION OF COST TOTALING \$1,983,976.88 FOR STREET IMPROVEMENT COST FOR THE SHOAL CREEK PARKWAY TIF PLAN AND AUTHORIZE AND DIRECT THE CHAIR, VICE-CHAIR, OR EXECUTIVE DIRECTOR TO EXECUTE A RESOLUTION APPROVING THE SAME.

**Shoal Creek Parkway TIF Plan: Consideration of certification of costs totaling \$295,776.83, and other matters related thereto. (Rick DeSimone)**

Request from: Hunt Midwest  
Total amount requested: \$295,776.83  
Use of funds: Maplewoods Parkway Street Project W  
Cost certifier: CHV CPAs  
Questioned or disallowed costs: None  
EATs reporting requirement: 87% compliant for the current reporting period (1st half 2021), 99% Compliant for the last reporting period (2nd half 2020). Staff has contacted the Developer and Retailers to obtain outstanding EATs Report.

Notes: Street Improvements Project W, Maplewoods Parkway – Shoal Creek Parkway to Northeast 112<sup>th</sup> Street. Pay Request #1 and Pay Request #2.

Recommendation: Approval of certification of costs totaling \$295,776.83.

**Shoal Creek Parkway TIF Plan: Consideration of certification of costs totaling \$360,190.00, and other matters related thereto. (Rick DeSimone)**

Request from: Star Acquisitions  
Total amount requested: \$360,190.00  
Use of funds: Street Improvement Project  
Cost certifier: Novak Birks  
Questioned or disallowed costs: None

EATs reporting requirement: 87% compliant for the current reporting period (1st half 2021), 99% Compliant for the last reporting period (2nd half 2020). Staff has contacted the Developer and Retailers to obtain outstanding EATs Report.

Notes: Public Roadway Improvements MO Route 152 Highway at Booth Avenue. Public Improvements include Public Utilities for Sanitary Sewers. Pay Request #3.

Recommendation: Approval of certification of costs totaling \$360,190.00.

**Shoal Creek Parkway TIF Plan: Consideration of certification of costs totaling \$3,156,445.00, and other matters related thereto. (Rick DeSimone)**

Request from: Star Acquisitions  
Total amount requested: \$3,156,445.00  
Use of funds: Street Improvement Project  
Cost certifier: Novak Birks  
Questioned or disallowed costs: None  
EATs reporting requirement: 87% compliant for the current reporting period (1st half 2021), 99% Compliant for the last reporting period (2nd half 2020). Staff has contacted the Developer and Retailers to obtain outstanding EATs Report.

Notes: Public Roadway Improvements MO Route 152 Highway, Booth Avenue to East Shoal Creek Valley View Drive. Public Improvements include Detention Basins, Public Utilities Water Main & Dry Utilities and Financing Cost. Pay Request #4.

Recommendation: Approval of certification of costs totaling \$3,156,445.00.

*Action recommended:* APPROVAL OF THE COST CONSENT AGENDA FOR CLAY COUNTY/LIBERTY-NKC AND AUTHORIZE AND DIRECT THE CHAIR, VICE-CHAIR, OR EXECUTIVE DIRECTOR TO EXECUTE A RESOLUTION APPROVING THE SAME.

**10. Shoal Creek Parkway TIF Plan: Consideration of approval of a Redevelopment Agreement between the Commission and Hunt Midwest Real Estate Development, Inc. for Design of Maplewoods Parkway, between Shoal Creek Parkway and NE 112<sup>th</sup> Street, as provided for by the Shoal Creek Parkway TIF Plan, and other matters related thereto. (Jon Otto) Exhibit 10**

On November 10, 1994, the City Council (the “City Council”) of the City of Kansas City, Missouri (the “City”), upon the recommendation of the TIF Commission, approved the Shoal Creek Parkway Tax Increment Financing Plan (the “Shoal Creek TIF Plan”) by Ordinance No. 941443 and designated the area described therein as a redevelopment area (the “Redevelopment Area”). The Shoal Creek TIF Plan has been subsequently amended, pursuant to a series of ordinances passed by the City Council.



The Twenty-First Amendment Shoal Creek TIF Plan, which was approved by the City Council, pursuant to Ordinance No. 21750, provides, among other things, for the design and construction of public infrastructure improvements within and adjacent to the Redevelopment Area, including the construction of certain improvements to Maplewoods Parkway between NE 112<sup>th</sup> Street and NE Cookingham Drive (the “Maplewoods Parkway Improvements”).

Hunt Midwest Real Estate Development, Inc. (“Hunt Midwest”) desires to enter into an agreement, which shall provide, in part, that Hunt Midwest shall design or cause to be designed the Maplewoods Parkway Improvements by **December 2022**, provided the Commission reimburses Hunt Midwest for certain costs related thereto in an amount not to exceed \$600,000.

Attached as **Exhibit 10** to the Board Packet is an Agreement, which provides, in part, that the (1) Hunt Midwest shall cause the Maplewoods Parkway Improvements to be designed by **December 2022**, pursuant to plans approved by the Public Works Department of the City and (2) the Commission, subject to the satisfaction of certain conditions, including the availability of economic activity taxes on deposit in the Special Allocation Fund and the terms of that certain Reimbursement Prioritization Agreement among the City, Mid-Continent Public Library, Hunt Midwest and the Commission, as amended, shall reimburse Hunt Midwest up to Six Hundred Thousand Dollars (\$600,000) of the Redevelopment Project Costs from available Economic Activity Taxes generated within the Redevelopment Area (as described by the Plan) and deposited in the Special Allocation Fund established in connection with the Plan (the “SAF Account”).

To the extent the Commission finds acceptable the terms of the Redevelopment Agreement, attached to the Board Packet as **Exhibit 10**, staff and legal counsel recommend its approval, subject to modifications accepted by the Chair, Executive Director and legal counsel.

*Action recommended:*

APPROVAL OF THE REDEVELOPMENT AGREEMENT WITH HUNT MIDWEST REAL ESTATE DEVELOPMENT, INC. FOR THE DESIGN OF MAPLEWOODS PARKWAY, BETWEEN NE 112<sup>TH</sup> STREET AND NE COOKINGHAM DRIVE, AS CONTEMPLATED BY THE SHOAL CREEK PARKWAY TIF PLAN, SUBJECT TO MODIFICATIONS ACCEPTED BY THE CHAIR, THE EXECUTIVE DIRECTOR AND LEGAL COUNSEL

## **EXECUTIVE SESSION**

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

## **RESUME BUSINESS SESSION**

# CLAY COUNTY/NKC AGENDA ITEMS

## PUBLIC HEARING – 10:00 AM

### ROLL CALL

12. **North Oak TIF Plan – Twelfth Amendment: Consideration of approval of the Twelfth Amendment of the North Oak TIF Plan, and other matters related thereto. (Heather Brown)**

*Action recommended:* CONTINUING THE PUBLIC HEARING TO 10:00 AM JANUARY 11, 2022.

13. **Consideration of acceptance of the Clay County/NKC TIFC Minutes, and other matters related thereto. (La'Sherry Banks) Exhibit 1**

Minutes of the October 12, 2021 Clay County/NKC meeting are included for the Commission's review prior to the meeting.

*Action recommended:* ACCEPTANCE OF THE OCTOBER 12, 2021 CLAY COUNTY/NKC MINUTES AS PRESENTED.

14. **Consent Agenda (Cost Certifications): Consideration of the Cost Consent Agenda for Clay County/NKC, and other matters related thereto. (Rick DeSimone) Exhibit 14**

The Consent Agenda items for November 2021 are included in the Commission's Board Packet for review prior to the meeting. The following items are included:

#### Cost Certifications (Exhibit 14)

**Briarcliff West TIF Plan: Consideration of certification of costs totaling \$342,172.00, and other matters related thereto. (Rick DeSimone)**

Request from:	Briarcliff Development Company
Total amount requested:	\$342,172.00
Use of funds:	2020 Development Bond and Administrative Fees
Cost certifier:	BerganKDV CPAS
Questioned or disallowed costs:	None
EATs reporting requirement:	96% compliant for the current reporting period (1st half 2021). 100% Compliant for the last reporting period (2nd half 2020).

Notes: Cost include Developer Bond & Financing Cost and TIF Administration Expenses for 2020.

Recommendation: Approval of certification of costs totaling \$342,172.00

**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 Fee B Claybrook - Inv 75	1,500.00	-	1,500.00
- 1 Core Construction	10,000.00	-	10,000.00
	<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 #56.

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

**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 Fee D, Nelson - Inv 76	1,500.00	-	1,500.00
- Home Performance Services - Inv 2719-11	10,000.00	-	10,000.00
	<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 #57.

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

*Action recommended:* APPROVAL OF THE CONSENT AGENDA FOR CLAY COUNTY/NKC, MISSOURI AND AUTHORIZE AND DIRECT THE CHAIR, VICE-CHAIR, OR EXECUTIVE DIRECTOR TO EXECUTE A RESOLUTION APPROVING THE SAME.

**15. Arlington Road TIF Plan: Consideration of approval of the Certificate of Partial Completion and Compliance No. 4 for Soft Costs in connection with the Arlington Road TIF Plan, and other matters related thereto. (Sandra L. Rayford) Exhibit 15**

This Certificate of Partial Completion and Compliance is issued to the Hunt Midwest Real Estate Development, Inc. in accordance with Section 19 of the Second Amended and Restated Agreement for all such requirements and obligations in connection with the construction of certain road and infrastructure improvements in an area generally bounded by Claycomo city limits on the north and on the east Parvin Road on the south, and Worlds of Fun Avenue on the west in Kansas City, Clay County, Missouri, as described by the TIF Plan (the “Partially Completed Soft Costs”), that are identified on Exhibit 4A to the Arlington Road TIF Plan.

**Soft Costs Related to the Partially Completed Public Improvements:**

	<u>Budget</u>	<u>Actual to Date</u>
Engineering/Survey Costs	\$ 5,378,559	\$248,209
TIF Administration	\$ 1,381,946	\$233,194
Construction Period Interest	\$33,864,634	\$372,313

**Redeveloper’s Report:** The Redeveloper has provided satisfactory compliance documentation related to the Partially Completed Soft Costs.

**Cost Certification:** All costs to date have been certified by the Commission.

**Compliance with Policies:** The Redeveloper satisfactorily complied with the policies attached to and incorporated within the Redevelopment Agreement, including the Commission’s Affirmative Action Policy and Work Force Policy.

Staff recommends approval of the Certificate of Partial Completion and Compliance.

*Action recommended:* APPROVAL OF THE CERTIFICATE OF PARTIAL COMPLETION AND COMPLIANCE TO THE HUNT MIDWEST REAL ESTATE DEVELOPMENT, INC. FOR THE PARTIALLY COMPLETED SOFT COSTS FOR THE ARLINGTON ROAD TIF PLAN AND DIRECT THE CHAIR, VICE-CHAIR, OR EXECUTIVE DIRECTOR TO EXECUTE A RESOLUTION APPROVING THE SAME.

16. **Arlington Road TIF Plan/Arlington Link – Phase 1 Arlington East: Consideration of approval of the Certificate of Partial Completion and Compliance for Soft Costs in connection with the Arlington Road TIF Plan and other matters related thereto. (Sandra L. Rayford) Exhibit 16**

This Certificate of Partial Completion and Compliance is issued to the Hunt Midwest Real Estate Development, Inc. in accordance with Section 19 of the Second Amended and Restated Agreement for all such requirements and obligations in connection with the construction of certain road and infrastructure improvements in an area generally bounded by Claycomo city limits on the north and on the east Parvin Road on the south, and Worlds of Fun Avenue on the west in Kansas City, Clay County, Missouri, as described by the TIF Plan (Public Improvements”), and the reimbursement of certain costs related to Project Management Fees and G.C. Fees (collectively, Soft Costs”).

**Soft Costs Related to the Partially Completed Public Improvements:**

	<b><u>Budget</u></b>	<b><u>Actual to Date</u></b>
Project Management Fees	\$397,127	\$363,132
TIF Administration	\$635,398	\$537,977

**Redeveloper’s Report:** The Redeveloper has provided satisfactory compliance documentation related to the Partially Completed Soft Costs.

**Cost Certification:** All costs to date have been certified by the Commission.

**Compliance with Policies:** The Redeveloper satisfactorily complied with the policies attached to and incorporated within the Redevelopment Agreement, including the Commission’s Affirmative Action Policy and Work Force Policy.

Staff recommends approval of the Certificate of Partial Completion and Compliance.

*Action recommended:* APPROVAL OF THE CERTIFICATE OF PARTIAL COMPLETION AND COMPLIANCE TO THE HUNT MIDWEST REAL ESTATE DEVELOPMENT, INC. FOR THE PARTIALLY COMPLETED SOFT COSTS FOR THE ARLINGTON ROAD TIF LAN AND DIRECT THE CHAIR, VICE-CHAIR, OR EXECUTIVE DIRECTOR TO EXECUTE A RESOLUTION APPROVING THE SAME.

17. **Arlington Road TIF Plan/Arlington Link – Phase 1 Arlington East: Consideration of Approval of the Certificate of Partial Completion and Compliance No. 6 in connection with the Arlington Road TIF Plan and other matters related thereto. (Sandra L. Rayford)**

This Certificate of Partial Completion and Compliance is issued to Hunt Midwest Real Estate Development, Inc. in accordance with Section 19 of the Second Amended and Restated Agreement for all such requirements and obligations in connection with completion of the improvements contemplated by Public Improvement Phase 1 – Arlington East described by

the TIF Plan (the “Partially Completed Public Improvements”), that are identified on Exhibit 4A to the Arlington Road TIF Plan.

**Public Improvement Phase 1 – Arlington East:**

	<b>Budget</b>	<b>Actual</b>
Total Site Improvements Costs	\$6,341,344	\$5,123,585
Reimbursable Site Improvements Costs	\$6,341,344	\$5,123,585

**Redeveloper’s Report:** The Redeveloper has provided satisfactory compliance documentation related to the Partially Completed Soft Costs.

**Cost Certification:** All costs to date have been certified by the Commission.

**Compliance with Policies:** The Redeveloper satisfactorily complied with the policies attached to and incorporated within the Redevelopment Agreement, including the Commission’s Affirmative Action Policy and Work Force Policy.

Staff recommends approval of the Certificate of Partial Completion and Compliance.

*Action recommended:* APPROVAL OF THE CERTIFICATE OF PARTIAL COMPLETION AND COMPLIANCE TO THE HUNT MIDWEST REAL ESTATE DEVELOPMENT, INC. FOR THE PARTIALLY COMPLETED PUBLIC IMPROVEMENTS WITHIN THE ARLINGTON ROAD TIF PLAN AND DIRECT THE CHAIR, VICE-CHAIR, OR EXECUTIVE DIRECTOR TO EXECUTE A RESOLUTION APPROVING THE SAME.

## ***ADMINISTRATIVE TIF COMMISSION AGENDA ITEMS***

### ***ROLL CALL***

**18. Consideration of acceptance of the Administrative TIFC Minutes, and other matters related thereto. (La’Sherry Banks) Exhibit 1**

Minutes of the October 12, 2021 Administrative TIFC meeting are included for the Commission’s review prior to the meeting.

*Action recommended:* ACCEPTANCE OF THE OCTOBER 12, 2021 ADMINISTRATIVE TIFC MINUTES AS PRESENTED.

**19. Economic Activity Taxes: Consideration of acceptance of the Economic Activity Taxes Report, and other matters related thereto. (Rick DeSimone) Exhibit 19**

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

20. **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 did not meet last month.

*Action recommended:* NONE; INFORMATION ONLY

21. **Governance, Finance and Audit Subcommittee: Consideration of acceptance of the Governance, Finance and Audit Reports, and other matters related thereto. (Tammy Queen) Exhibit 20, 20A, 20B**

The Governance, Finance and Audit Subcommittee met on November 1, 2021 to consider the following item:

- TIF 2021 Audit Report (AGH) (20, 20A)
- Monthly Financials as prepared by Cochran Head (Michael Keenen of Cochran Head) (20B)

*Action recommended:* ACCEPTANCE OF THE FINANCIAL REPORT

22. **Neighborhood & Housing Subcommittee: Consideration of the Neighborhood & Housing Report, and other matters related thereto. (Ryana Parks-Shaw) Exhibit 22**

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

*Action recommended:* NONE; INFORMATION ONLY.

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

*Action recommended:* NONE; INFORMATION ONLY.

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

*Action recommended:* NONE; INFORMATION ONLY.

# JACKSON COUNTY/KCMO AGENDA ITEMS

## ROLL CALL

25. **Consideration of acceptance of the Jackson County/KCMO TIFC Minutes, and other matters related thereto. (La'Sherry Banks) Exhibit 1**

Minutes of the October 12, 2021 Jackson County/KCMO meeting are included for the Commission's review prior to the meeting.

*Action recommended:* ACCEPTANCE OF THE OCTOBER 12, 2021 JACKSON COUNTY/KCMO MINUTES AS PRESENTED.

26. **Consent Agenda (Cost Certifications): Consideration of the Cost Consent Agenda for Jackson County/KCMO, and other matters related thereto. (Rick DeSimone) Exhibit 26**

The Consent Agenda items for November 2021 are included in the Commission's Board Packet for review prior to the meeting. The following items are included:

- Cost Certifications (Exhibit 26)

**11<sup>th</sup> Street Corridor TIF Plan: Consideration of certification of costs totaling \$9,675.00, and other matters related thereto. (Rick DeSimone)**

Request from: Folly Theater  
Total amount requested: \$9,675.00  
Use of funds: Folly Theater Phase II Renovations  
Cost certifier: BerganKDV CPAS  
Questioned or disallowed costs: None  
EATs reporting requirement: 100% compliant for the current reporting period (1st half 2021). 100% Compliant for the last reporting period (2nd half 2020).

Notes: Folly Theater Phase II Renovations. 27<sup>th</sup> Round award of Assistance (RD27-4) Request #5 for general improvements at 300 W. 12<sup>th</sup> Street.

Recommendation: Approval of certification of costs totaling \$9,675.00.

**Linwood Shopping Center TIF Plan: Consideration of certification of costs totaling \$258,879.00, and other matters related thereto. (Rick DeSimone)**

Request from: Linwood Shopping Center Redevelopment Co  
Total amount requested: \$258,879.00  
Use of funds: Project 4 & 5 Redevelopment Cost  
Cost certifier: CHV CPAs  
Questioned or disallowed costs: None  
EATs reporting requirement: Initial Reporting Period Pending Project Completion.



Source of Funds	Draw 13	Reclassification of previous	Deduct:	Current Cost	Less:	Current Costs
	Request	Draw Request	Retainage Released	Request for Certification	Questioned Cost	Examined Draw 12
Central City EDI	\$ 117,350.00	\$ 16,625.00	\$ -	\$ 133,975.00	\$ -	\$ 133,975.00
TIF Reimbursable	141,529.00	(16,625.00)	-	124,904.00	-	124,904.00
	<u>\$ 258,879.00</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 258,879.00</u>	<u>\$ -</u>	<u>\$ 258,879.00</u>

Notes: Redevelopment Project Costs include Construction Cost, General Contractor Expenses and Remodeling Costs and TIF Commission Administrative Cost.  
Draw Request #13.

Recommendation: Approval of certification of costs totaling \$258,879.00.

*Action recommended:* APPROVAL OF THE COST CONSENT AGENDA FOR JACKSON COUNTY/KCMO AND AUTHORIZE AND DIRECT THE CHAIR, VICE-CHAIR, OR EXECUTIVE DIRECTOR TO EXECUTE A RESOLUTION APPROVING THE SAME.

**27. Linwood Shopping Center TIF Plan. Consideration of a Third Amendment to the Amended Redevelopment Agreement between the TIF Commission and Linwood Shopping Center Redevelopment Company, LLC in connection with the implementation of certain improvements and blight remediation activities contemplated by the Linwood Shopping Center TIF Plan, and other matters related thereto. (Jon Otto) Exhibit 27**

On May 16, 2016, after receiving the comments of all interested persons and taxing districts, the Commission approved Resolution No. 5-27-16 recommending to the City Council the approval of the Linwood Shopping Center Tax Increment Financing Plan (the “Original Plan”) and the City Council approved the Original Plan on June 16, 2016, by Ordinance Number 160448, and did also designate the area described by the Plan as a redevelopment area (the “Redevelopment Area”).

On April 10, 2019, the Commission, by Resolution No. 4-20-19 and Resolution 4-21-19, recommended to the City Council that it approve the First Amendment to Linwood Shopping Center Tax Increment Financing Plan (the “First Amendment,” together with the Original Plan, the “Plan”), the designation of a modified Redevelopment Area and the approval of Redevelopment Project 4, as described by the First Amendment (the “Redevelopment Project”).

On July 11, 2019, the Council passed Committee Substitute for Ordinance No. 190524, which accepted the recommendation of the Commission, together with certain modifications proposed by the Redeveloper, and approved the First Amendment and the designation of the modified Redevelopment Area described by the First Amendment.

The Plan, including the modifications contemplated by the modified First Amendment, provides for the renovation of approximately 55,000 square feet of retail space and related infrastructure improvements, including parking and landscaping improvement (the “Project 4 Improvements”) along with certain blight remediation activities located within the portion of the Redevelopment Area that is south of 31<sup>st</sup> Street, north of Linwood Boulevard, west of Prospect, and east of Olive Street (“Blight Remediation”).

On March 19, 2019, the Commission and the Redeveloper entered into the Original Redevelopment Agreement, which provides, inter alia, for the implementation of the Project 4 Improvements and the Blight Remediation.

On June 25, 2020, the City Council passed Committee Substitute Ordinance No. 200353, which (1) amends the Original Plan (the “Third Amendment”) (a) to reduce the boundaries of Redevelopment Project Area 4, (b) to establish a new Redevelopment Project Area 5, which provides, inter alia, for the demolition of certain improvements and the construction of an additional 10,450 square feet of retail space and (c) to modify the Estimated Redevelopment Project Costs related to Redevelopment Projects 4 and 5 by increasing the Redevelopment Project Costs by \$150,000 and (2) provides for withholding of the reimbursement of certain Certified Costs related to the Project Improvements and Public Improvements related to Redevelopment Project Area 5, until certain conditions have been satisfied (collectively, the “Third Amendment Modifications”).

On August 20, 2020, the City Council passed Ordinance No. 200628, which approves the Fourth Amendment to the Original Plan, which (1) modifies the Estimated Redevelopment Project Costs and (2) modifies the Sources and Uses of Funds (collectively, the “Fourth Amendment Modifications”).

On September 4, 2020, the Redeveloper entered into a First Amendment to the Original Agreement to incorporate the Third Amendment Modifications and the Fourth Amendment Modifications.

On January 28, 2021, the City Council passed Ordinance No. 210065, which amends the Original Plan, as amended (the “Fifth Amendment”) (1) to modify the Estimated Redevelopment Project and (2) to modify the Sources and Uses of Funds (collectively, the “Fifth Amendment Modifications”).

On February 24, 2021, the Redeveloper and the Commission entered into the Second Amendment to the Original Amended Agreement to incorporate the Fifth Amendment Modifications

The City Council intends to convene to consider an ordinance to approve a Sixth Amendment to the Original Plan, which further modifies the Estimated Redevelopment Project Costs (the “Sixth Amendment Modifications”)

The Redeveloper desires to enter into a Third Amendment to the Original Agreement, which shall incorporate the Sixth Amendment Modifications. The Third Amendment to the Amended and Restated Redevelopment Agreement, attached as **Exhibit 27** to the Commission Board Packet, has been prepared by legal counsel and reviewed by staff and it contains the Commission’s most recent policies and procedures.

To the extent, the Commission finds acceptable the terms of the Third Amendment to the Amended and Restated Redevelopment Agreement, as described in this agenda item and as more particularly set forth on **Exhibit 27**, staff and legal counsel recommend approval, subject to modifications accepted by the Chair, the Executive Director and legal counsel and subject to the City Council’s approval of the Fifth Amendment to the Original Plan.

*Action recommended:* APPROVAL OF THE THIRD AMENDMENT TO THE AMENDED AND RESTATED REDEVELOPMENT AGREEMENT BY AND BETWEEN THE TAX INCREMENT FINANCING COMMISSION OF KANSAS CITY, MISSOURI AND LINWOOD SHOPPING CENTER REDEVELOPMENT COMPANY, LLC FOR THE IMPLEMENTATION OF CERTAIN IMPROVEMENTS WITHIN REDEVELOPMENT PROJECT AREA 4 AND 5 AND THE COMPLETION OF CERTAIN ADDITIONAL BLIGHT REMEDIATION WITHIN THE REDEVELOPMENT AREA DESCRIED BY LINWOOD SHOPPING CENTER TIF PLAN, AS AMENDED, **SUBJECT TO THE CITY COUNCIL’S APPROVAL OF THE SIXTH AMENDMENT TO THE LINWOOD SHOPPING CENTER TIF PLAN** AND SUBJECT TO THE ANY MODIFICATIONS APPROVED BY THE CHAIRMAN, EXECUTIVE DIRECTOR AND LEGAL COUNSEL.

**28. Linwood Shopping Center TIF Plan. Consideration of a Third Amendment to the Amended and Restated Tax Contribution and Disbursement Agreement among the TIF Commission, Linwood Shopping Center Redevelopment Company, LLC, the City of Kansas City, Missouri, UMB Bank, Cochran, Head & Vick Co., PC, and First American Title Insurance Company in connection with the implementation of certain improvements and blight remediation activities contemplated by the Linwood Shopping Center TIF Plan, and other matters related thereto. (Jon Otto) Exhibit 28**

On May 16, 2016, after receiving the comments of all interested persons and taxing districts, the Commission approved Resolution No. 5-27-16 recommending to the City Council the approval of the Linwood Shopping Center Tax Increment Financing Plan (the “Original Plan”) and the City Council approved the Original Plan on June 16, 2016, by Ordinance Number 160448, and did also designate the area described by the Plan as a redevelopment area (the “Redevelopment Area”).

On April 10, 2019, the Commission, by Resolution No. 4-20-19 and Resolution 4-21-19, recommended to the City Council that it approve the First Amendment to Linwood Shopping Center Tax Increment Financing Plan (the “First Amendment,” together with the Original Plan, the “Plan”), the designation of a modified Redevelopment Area and a new Redevelopment Project 4, as described by the First Amendment (the “Redevelopment Project”).

On July 11, 2019, the Council passed Committee Substitute for Ordinance No. 190524, which accepted the recommendation of the Commission, together with certain modifications proposed by the Redeveloper, and approved the First Amendment and the designation of the modified Redevelopment Area described by the First Amendment.

The Plan, including the modifications contemplated by the modified First Amendment, provides for the renovation of approximately 55,000 square feet of retail space and related infrastructure improvements, including parking and landscaping improvement (the “Project 4 Improvements”), the demolition of certain improvements, and the construction of an additional 10,450 square feet of retail space (the “Project 5 Improvements”), along with certain blight remediation activities located within the portion of the Redevelopment Area that is south of 31<sup>st</sup> Street, north of Linwood Boulevard, west of Prospect, and east of Olive Street (“Blight Remediation”).

The Plan further provides for the reimbursement of certain Redevelopment Project Costs in the amount of (1) \$6,841,827 from Payments in Lieu of Taxes and Economic Activity Taxes (“TIF Revenue”) generated and collected within Redevelopment Project Area 4 and Redevelopment Project Area 5, (2) \$2,389,146 from funds previously appropriated to the Central City Economic Development Sales Tax Fund (the “Central City Sales Tax”); (3) \$502,000 from a “PIAC Grant” (“PIAC Funds”) and (4) additional earnings taxes, utility taxes and the capital improvements portion of sales taxes generated by Project Area 4 and Project Area 5, which are not subject to capture, in accordance with the Act, and that would otherwise be deposited into the City’s general fund (the “Additional City EATs”) in an amount not to exceed \$1,093,00 for certain Redevelopment Project Costs related to Blight Remediation. The Additional City EATs, together with the TIF Revenue, Central City Sales Tax, and the PIAC Funds, collectively, shall hereinafter be referred to as the “City’s Tax Contributions.”

In order to fund certain of the Redevelopment Project Costs, prior to the generation and collection of TIF Revenue and Additional City EATs, the Redeveloper obtained a loan (the “UMB Loan”) from UMB Bank, N.A. (the “Bank”) in the approximate aggregate principal amount of \$4,000,000.

On March 16, 2020, the Commission, the City, the Bank, Cochran, Head & Vick Co., PC, as the cost certifier, and First American Title Insurance Company, as escrow agent, entered into the Amended and Restated Tax Contribution and Disbursement Agreement, which sets forth their agreements regarding the utilization and disbursement procedures of the the City’s Tax Contributions and the proceeds of the UMB Loan for the payment of the Certified Costs related to the implementation of Project Area 4 Improvements, the Project Area 5 Improvements and completion of the Blight Remediation.

On August 20, 2020, the City Council passed Ordinance No. 200628, which approves the Fourth Amendment to the Original Plan, which (1) modifies the Estimated Redevelopment Project Costs and (2) modifies the Sources and Uses of Funds (collectively, the “Fourth Amendment Modifications”).

On November 17, 2020, the Commission, the City, the Bank, Cochran, Head & Vick Co., PC, as the cost certifier, and First American Title Insurance Company entered into a First Amendment to the Original Agreement to incorporate the Fourth Amendment Modifications. On January 28, 2021, the City Council passed Ordinance No. 210065, which amends the Original Plan, as amended (the “Fifth Amendment”) (1) to modify the Estimated Redevelopment Project and (2) to modify the Sources and Uses of Funds (collectively, the “Fifth Amendment Modifications”).

On February 24, 2021, the City, the Redeveloper, the Bank, the Cost Certifier, the Escrow Agent and the Commission, entered into the Second Amendment to the Original Agreement to the incorporate the Fifth Amendment Modifications.

The City Council intends to convene to consider an ordinance to approve a Sixth Amendment to the Original Plan, which shall further modify the Estimated Redevelopment Project Costs (the “Sixth Amendment Modifications”)

Linwood Shopping Center Redevelopment Company, LLC desires to enter into a Third Amendment to the Amended and Restated Tax Contribution and Disbursement Agreement with the Commission, the City, the Bank, Cochran, Head & Vick Co., PC, and First American Title Insurance Company, which shall incorporate the Sixth Amendment Modifications.

The Third Amendment to the Amended and Restated Tax Contribution and Disbursement Agreement, attached as **Exhibit 28** to the Commission Board Packet, has been prepared by legal counsel and reviewed by staff and it contains the Commission’s most recent policies and procedures.

To the extent, the Commission finds acceptable the terms of the Third Amendment to the Amended and Restated Tax Contribution and Disbursement Agreement, as described in this agenda item and as more particularly set forth on **Exhibit 28**, staff and legal counsel recommend approval, subject to modifications accepted by the Chair, the Executive Director and legal counsel and subject to the City Council’s approval of the Sixth Amendment to the Plan.

*Action recommended:* APPROVAL OF THE THIRD AMENDMENT TO AMENDED AND RESTATED TAX CONTRIBUTION AND DISBURSEMENT AGREEMENT BY AND AMONG THE TAX INCREMENT FINANCING COMMISSION OF KANSAS CITY, MISSOURI, LINWOOD SHOPPING CENTER REDEVELOPMENT COMPANY, LLC, THE CITY OF KANSAS CITY, MISSOURI, UMB BANK, N.A. COCHRAN, HEAD & VICK, CO., P.C. AND FIRST AMERICAN TITLE INSURANCE COMPANY, SUBJECT TO THE CITY COUNCIL’S APPROVAL OF THE SIXTH AMENDMENT TO THE LINWOOD SHOPPING CENTER TIF PLAN AND SUBJECT TO ANY MODIFICATIONS APPROVED BY THE CHAIRMAN, EXECUTIVE DIRECTOR AND LEGAL COUNSEL.

**29. 12 & Wyandotte TIF Plan: Consideration of the Approval of a Funding Agreement between the TIF Commission and Skyline Investments, Inc. in connection with Redevelopment Project 4 of the 12<sup>th</sup> & Wyandotte TIF Plan (*Wesley Fields*) Exhibit 29**

Skyline Investments, Inc. (the “Skyline”), in connection with its wholly owned subsidiary’s acquisition of certain property located within Redevelopment Project Area 4 (the “Redevelopment Project”) described by the 12<sup>th</sup> & Wyandotte Tax Increment Financing Plan, as amended, (the “TIF Plan”), has requested that the TIF Commission consider consenting to, Kanas City MO Hotel Partners, LLC’s (the “Original Developer”) assignment of its rights, duties, interests and obligations under that certain Redevelopment Agreement (the “Redevelopment Agreement”), dated June 8, 2006, by and between the TIF Commission and the Original Developer, including the right to reimbursement of all unpaid certified reimbursable Redevelopment Project Costs related to the Redevelopment Project.

Specifically, the Proposed Developer has requested that the TIF Commission (1) prepare all necessary documents, provide all statutory public notices and participate in public meetings to consider an Assignment and Assumption Agreement and a new Redevelopment Agreement with the Proposed Redeveloper in connection with the Redevelopment Project and (2) prepare, negotiate and present the Assignment and Assumption Agreement and a new Redevelopment Agreement to the Commission for its consideration and any and all agreements, instruments and certificates in connection with the Redevelopment Project (collectively, the “TIF Commission Services”). In order to do so, the TIF Commission must retain administrative and professional staff, outside counsel and consultants and incur expenses, but the TIF Commission is without a source of funds to pay such staff, counsel, consultants and expenses.

The Proposed Developer has requested that the TIF Commission enter into a Funding Agreement, which describes the manner in which costs associated with the TIF Commission’s Services shall be paid by the Proposed Developer.

Enclosed in the TIF Commission’s Packet, as **Exhibit 29** is a Funding Agreement by and between the TIF Commission and the Proposed Developer. The Funding Agreement contains the TIF Commission’s most recent policies and procedures and has been reviewed and negotiated by staff and legal counsel and we recommend its approval.

*Action recommended:* APPROVAL OF THE FUNDING AGREEMENT BETWEEN KANSAS CITY MO PARTNERS, LLC AND THE TAX INCREMENT FINANCING COMMISSION OF KANSAS CITY MISSOURI IN CONNECTION WITH THE REDEVELOPMENT PROJECT 4 OF THE 12<sup>TH</sup> & WYANDOTTE TIF PLAN, SUBJECT TO ANY MODIFICATIONS APPROVED BY THE CHAIR, THE EXECUTIVE DIRECTOR, AND LEGAL COUNSEL.

**30. 12<sup>th</sup> and Wyandotte TIF Plan. Consideration of approval of an Assignment & Assumption Agreement among the TIF Commission, Skyline Investments, Inc. and Kansas City MO Hotel Partners, LLC in connection with Redevelopment Project 4 of the 12<sup>th</sup> & Wyandotte TIF Plan, and other matters related thereto. (Wesley Fields) Exhibit 30**

Upon the recommendation of the TIF Commission, the City Council of Kansas City, Missouri, on December 10, 1992, by its passage of Ordinance No. 921351, approved the Tower Properties Downtown Redevelopment Area Tax Increment Financing Plan (the “TIF Plan”). The Plan has been amended several times by the Council’s passage of a series of ordinances.

Redevelopment Project 4 of the Plan (the “Redevelopment Project”) provides for the redevelopment of the hotel located at 1215 Wyandotte, Kansas City, Missouri, commonly referred to as the Aladdin Hotel, along with improvements to the sidewalks adjacent to the Hotel and the pedestrian tunnel connecting the Hotel to the Municipal Auditorium Parking Garage (the “Project Improvements”). Kansas City MO Hotel Partners, LLC, (the “Original Developer”), and the Commission entered into an Agreement (the “Redevelopment Agreement”), dated June 8, 2006, for the implementation of the Project Improvements.

Kansas City MO Hotel Partners, LLC has successfully completed the Project Improvements and the Commission issued it a Certificate of Completion and Compliance, which is an acknowledgment by the Commission that Kansas City MO Hotel Partners, LLC has satisfied certain obligations and duties under the Redevelopment Agreement with respect to the implementation of the Project Improvements.

Skyline Investments, Inc. and Kansas City MO Hotel Partners, LLC are parties to a Real Estate Sale Agreement (the "Sale Contract"), which provides for Skyline Investments, Inc.'s purchase of certain property located within the boundaries of the Redevelopment Project (the "Property"). Kansas City MO Hotel Partners, LLC, in connection with the transfer and conveyance of the Property to Skyline Investments, Inc., pursuant to the Sale Contract, desires to assign and Skyline Investments, Inc. desires to assume Kansas City MO Hotel Partners, LLC's rights, interest, duties, and obligations arising under the Redevelopment Agreement that relate to the Redevelopment Project.

Section 22 of the Redevelopment Agreement provides that there shall be no assignment of Kansas City MO Hotel Partners, LLC's rights, interests, duties, and obligations under the Redevelopment Agreement, except upon terms and conditions agreeable to the TIF Commission. Skyline Investments, Inc. and Kansas City MO Hotel Partners, LLC are requesting that the TIF Commission enter into an Assignment & Assumption Agreement, which shall provide for Kansas City MO Hotel Partners, LLC's assignment and Skyline Investments, Inc.'s assumption of Kansas City MO Hotel Partners, LLC's rights, interests, duties and obligations under the Redevelopment Agreement.

The effectiveness of the Assignment & Assumption Agreement, attached to the TIF Commission's Board Packet as **Exhibit 30** and which has been prepared by legal counsel, is conditioned upon the execution and delivery of a separate Funding Agreement by and between the TIF Commission and Skyline Investments, Inc., along with the delivery of the retainer described therein, and a new redevelopment agreement, which shall set forth the remaining rights, duties, interests and obligations of Skyline Investments, Inc. and the TIF Commission as it relates to the Redevelopment Project. The Assignment & Assumption Agreement, attached to the TIF Commission's Board Packet as **Exhibit 30**, has been reviewed and negotiated by staff and legal counsel and, to the extent the TIF Commission finds its terms acceptable, we recommend its approval, subject to modifications accepted by the Executive Director, the Chair and legal counsel.

*Action recommended:*

APPROVAL OF THE ASSIGNMENT & ASSUMPTION AGREEMENT AMONG SKYLINE INVESTMENTS, INC. AND KANSAS CITY MO HOTEL PARTNERS, LLC, AND THE TAX INCREMENT FINANCING COMMISSION OF KANSAS CITY, MISSOURI IN CONNECTION WITH REDEVELOPMENT PROJECT 4 OF THE 12<sup>TH</sup> & WYANDOTTE TIF PLAN, SUBJECT TO ANY MODIFICATIONS APPROVED BY THE CHAIR, THE EXECUTIVE DIRECTOR, AND LEGAL COUNSEL.

31. **12<sup>th</sup> & Wyandotte TIF Plan. Consideration of approval of an Amended and Restated Redevelopment Agreement between the TIF Commission and Skyline Investments, Inc., in connection with Redevelopment Project 4 of the 12<sup>th</sup> & Wyandotte TIF Plan, and other matters related thereto. (Wesley Fields) Exhibit 31**

Upon the recommendation of the TIF Commission, the City Council of Kansas City, Missouri, on December 10, 1992, by its passage of Ordinance No. 921351, approved the Tower Properties Downtown Redevelopment Area Tax Increment Financing Plan (the “TIF Plan”). The Plan has been amended several times by the Council’s passage of a series of ordinances.

Redevelopment Project 4 of the Plan (the “Redevelopment Project”) provides for the redevelopment of the hotel located at 1215 Wyandotte, Kansas City, Missouri, commonly referred to as the Aladdin Hotel, along with improvements to the sidewalks adjacent to the Hotel and the pedestrian tunnel connecting the Hotel to the Municipal Auditorium Parking Garage (the “Project Improvements”). Kansas City MO Hotel Partners, LLC, (the “Original Developer”), and the Commission entered into an Agreement (the “Redevelopment Agreement”), dated June 8, 2006, for the implementation of the Project Improvements.

Kansas City MO Hotel Partners, LLC has successfully completed the Project Improvements and the Commission issued it a Certificate of Completion and Compliance, which is an acknowledgment by the Commission that Kansas City MO Hotel Partners, LLC has satisfied certain obligations and duties under the Redevelopment Agreement with respect to the implementation of the Project Improvements.

Skyline Investments, Inc. and Kansas City MO Hotel Partners, LLC are parties to a Real Estate Sale Agreement (the “Sale Contract”), which provides for Skyline Investments, Inc.’s purchase of certain property located within the boundaries of the Redevelopment Project (the “Property”). Kansas City MO Hotel Partners, LLC, in connection with the transfer and conveyance of the Property to Skyline Investments, Inc., pursuant to the Sale Contract, desires to assign and Skyline Investments, Inc. desires to assume Kansas City MO Hotel Partners, LLC’s rights, interest, duties, and obligations arising under the Redevelopment Agreement that relate to the Redevelopment Project. Pursuant to the previous agenda item, Skyline Investments, Inc. has requested that the TIF Commission enter into an Assignment & Assumption Agreement with Skyline Investments, Inc. and Kansas City MO Hotel Partners, LLC, which shall provide that (i) Kansas City MO Hotel Partners, LLC shall assign and Skyline Investments, Inc. shall assume all of Kansas City MO Hotel Partners, LLC’s rights, interests, duties, and obligations arising under the Redevelopment Agreement, the Commission shall consent to such assignment and assumption, subject to, inter alia, the execution of a Funding Agreement and a new Redevelopment Agreement.

In order to satisfy the conditions of the Assignment & Assumption Agreement, Skyline Investments, Inc. desires to enter into a new Amended and Restated Redevelopment Agreement, which is attached to the TIF Commission Board Packet as **Exhibit 31**, which provides for Skyline Investments, Inc.’s and the TIF Commission’s ongoing obligations with respect to the Redevelopment Project. It contains the TIF Commission’s most recent policies and procedures and, to the extent the TIF Commission finds it acceptable, staff and legal counsel recommend its approval, subject to modifications accepted by the Chair, Executive Director, and legal counsel.



*Action recommended:* APPROVAL OF THE AMENDED AND REDEVELOPMENT AGREEMENT BETWEEN SKYLINE INVESTMENTS, INC. AND THE TAX INCREMENT FINANCING COMMISSION OF KANSAS CITY, MISSOURI IN CONNECTION WITH REDEVELOPMENT PROJECT 4 OF THE 12<sup>TH</sup> & WYANDOTTE TIF PLAN, SUBJECT TO ANY MODIFICATIONS APPROVED BY THE CHAIR, THE EXECUTIVE DIRECTOR, AND LEGAL COUNSEL.

## ***JACKSON COUNTY/RAYTOWN AGENDA ITEMS***

### ***ROLL CALL***

**32. Consideration of acceptance of the Jackson County/Raytown TIFC Minutes, and other matters related thereto. (*La'Sherry Banks*) Exhibit 32**

Minutes of the September 8, 2020 Jackson County/Raytown meeting are included for the Commission's review prior to the meeting.

*Action recommended:* ACCEPTANCE OF THE SEPTEMBER 8, 2020 JACKSON COUNTY/RAYTOWN MINUTES AS PRESENTED.

**33. 40-Highway & Noland Road TIF Plan: Consideration of the approval of an Amended and Restated Agreement between Blue Heron Investments, LLC and the Commission and other matters related thereto (*Wesley Fields*) Exhibit 33**

On September 17, 2020, the City Council, by Committee Substitute for Ordinance No. 200711, approved the 40 Highway & Noland Road Tax Increment Financing Plan (the "TIF Plan").

The TIF Plan provides for (1) the renovation of an approximately 140,000 to 170,000 square-foot of existing warehouse space to manufacturing and other necessary site improvements, including improvements to a portion of the existing parking lot, (2) of the construction of a new 132,000 to 161,000 square-foot manufacturing facility and other necessary site improvements, including grading and resurfacing a portion of the existing parking lot, (3) the renovation of 33,000 to 40,000 square feet of existing in-line retail to manufacturing/office, the construction of new 22,000 to 28,000 square feet of manufacturing/office, and other necessary site improvements, including improvements to a portion of the existing parking lot, (4) the construction of a new 115,000 to 140,000 square-foot warehouse storage and distribution building and related improvements, including construction of a new parking lot and (5) the construction of a new 36,000 to 44,000 square-foot manufacturing office building and related improvements (collectively, the "Project Improvements").

On October 13, 2020, the TIF Commission and Blue Heron, LLC entered into a Redevelopment Agreement which provides, in part, for the Blue Heron, LLC to implement the Project Improvements and for the Commission to reimburse certain costs incurred by Blue Heron, in connection with the implementation of the Project Improvements, from available Economic Activity Taxes, Payments in Lieu of Taxes and Additional City EATs generated by the Redevelopment Project Areas described by the TIF Plan (the "TIF Proceeds").

Blue Heron Investments, LLC (the “Redeveloper”) referenced the wrong name in the Redevelopment Agreement and, pursuant to the previous agenda item, desires to amend and restate the Redevelopment Agreement to replace Blue Heron, LLC with the correct name of the Redeveloper, Blue Heron Investments, LLC.

The Amended and Restated Redevelopment Agreement, attached as **Exhibit 33** to the Commission Board Packet, has been prepared by legal counsel and reviewed by staff and it contains the Commission’s most recent policies and procedures.

To the extent the Commission finds acceptable the terms of the Amended and Restated Redevelopment Agreement, as described in this agenda item and as more particularly set forth on **Exhibit 33**, staff and legal counsel recommend approval, subject to modifications accepted by the Chair, the Executive Director and legal counsel and subject to the City Council’s approval of the Fifth Amendment to the Original Plan.

*Action recommended:* APPROVAL OF THE AMENDED AND RESTATED REDEVELOPMENT AGREEMENT BY AND BETWEEN THE TAX INCREMENT FINANCING COMMISSION OF KANSAS CITY, MISSOURI AND BLUE HERON INVESTMENTS, LLC. RELATIVE TO THE AND SUBJECT TO ANY MODIFICATIONS APPROVED BY THE CHAIRMAN, VICE-CHAIR, EXECUTIVE DIRECTOR, AND LEGAL COUNSEL.

**34. 40–Highway & Noland Road TIF Plan: Consideration of the approval of an Acknowledgement to the Collateral Assignment of TIF Proceeds between Blue Heron Investments, LLC and Simmons Bank, and other matters related thereto. (Wesley Fields) Exhibit 34**

On September 17, 2020, the City Council, by Committee Substitute for Ordinance No. 200711, approved the 40 Highway & Noland Road Tax Increment Financing Plan (the “TIF Plan”).

The TIF Plan provides for (1) the renovation of an approximately 140,000 to 170,000 square-foot of existing warehouse space to manufacturing and other necessary site improvements, including improvements to a portion of the existing parking lot, (2) of the construction of a new 132,000 to 161,000 square-foot manufacturing facility and other necessary site improvements, including grading and resurfacing a portion of the existing parking lot, (3) the renovation of 33,000 to 40,000 square-feet of existing in-line retail to manufacturing/office, the construction of new 22,000 to 28,000 square-feet of manufacturing/office, and other necessary site improvements, including improvements to a portion of the existing parking lot, (4) the construction of a new 115,000 to 140,000 square-foot warehouse storage and distribution building and related improvements, including construction of a new parking lot and (5) the construction of a new 36,000 to 44,000 square-foot manufacturing office building and related improvements (collectively, the “Project Improvements”).

On October 13, 2020, the TIF Commission and Blue Heron, LLC entered into a Redevelopment Agreement which provides, in part, for the Blue Heron, LLC to implement the Project Improvements and for the Commission to reimburse certain costs incurred by Blue Heron, in connection with the implementation of the Project Improvements, from available Economic Activity Taxes, Payments in Lieu of Taxes and Additional City EATs generated by

the Redevelopment Project Areas described by the TIF Plan (the “TIF Proceeds”). Blue Heron Investments, LLC (the “Redeveloper”) referenced the wrong name in the Redevelopment Agreement and, pursuant to the previous agenda item, desires to amend and restate the Redevelopment Agreement to replace Blue Heron, LLC with the correct name of the Redeveloper, Blue Heron Investments, LLC.

The Redeveloper intends to obtain a loan from Simons Bank (the “Lender”) in connection with its initial financing of the redevelopment project costs associated with the implementation of the Project Improvements to be undertaken pursuant to the Redevelopment Agreement, as amended (the “Loan”).

In connection with the Loan, the Redeveloper, as the borrower, intends to enter into a Loan Agreement with the Lender, and Promissory Notes in the approximate aggregate amount of \$14,380,000 (as modified, amended, or restated, the “Loan” or the “Note”) (the Note, the Loan Agreement and all other documents and instruments, including a deed of trust (the “Deed of Trust”), as described in the Loan Agreement, and any other security and collateral assignment documents now or at any time hereafter evidencing and/or securing all present and future indebtedness of the Redeveloper, as the borrower, to the Lender with respect to all indebtedness, liabilities, and obligations of the Redeveloper to the Lender, each as originally written and/or at any time amended, modified, renewed or substituted are hereinafter collectively referred to as the “Loan Documents”).

The Lender has required as a condition of the consummation of transactions contemplated by the Loan Documents that the Redeveloper collaterally assign to the Lender (and grant to the Lender a security interest in) all of the Redeveloper’s right, title and interest under the Redevelopment Agreement to receive TIF Proceeds as reimbursement for Certified Costs (as defined in the Redevelopment Agreement) and that the Redeveloper: (i) grant the Lender with the right to receive and control such TIF Proceeds that the Redeveloper is entitled to receive under the Redevelopment Agreement; (ii) execute and deliver a copy of a Collateral Assignment to the Commission; (iii) take such steps as may be reasonably necessary to evidence and perfect the assignment of (and security interest in) such TIF Proceeds to the Lender in applicable public records; and (iv) upon notice from the Lender of a default by the Redeveloper under any of the Loan Documents, direct the Commission to forward all TIF Proceeds to the Lender.

The Lender and the Redeveloper are now requesting that the Commission execute an Acknowledgement to a Collateral Assignment of TIF Proceeds, which provides, in part, following a notice of default by the Lender, the Commission and the Redeveloper acknowledge and agree that the Lender (i) shall have control of all payments that the Redeveloper is entitled to receive with respect to TIF Proceeds, and (ii) shall have the right and power to instruct and direct the Commission, pursuant to a written notice from the Lender to the Commission and without any further consent of the Redeveloper, to make all payments that the Redeveloper is entitled to receive with respect to TIF Proceeds directly to the Lender, or as the Lender may otherwise instruct and direct in writing to the Commission, all in accordance with the provisions of the Redevelopment Agreement.

Staff and legal counsel have reviewed and participated in preparing the Collateral Assignment of TIF Proceeds, attached to the Commission Packet as **Exhibit 34**, and the terms described within this Agenda item are contained within the Collateral Assignment of TIF Proceeds. If the Commission finds the terms of the Collateral Assignment of TIF Proceeds acceptable, staff and legal counsel recommend that the Commission approve the form of the Collateral Assignment of TIF Proceeds and authorize the Chair or Executive Director to execute and deliver the Collateral Assignment of TIF Proceeds to the Lender and the Redeveloper.

*Action recommended:* APPROVAL OF THE EXECUTION OF AN ACKNOWLEDGMENT TO A COLLATERAL ASSIGNMENT OF TIF PROCEEDS BETWEEN THE BLUE HERON INVESTMENTS, LLC AND SIMMONS BANK FOR THE FINANCING OF CERTAIN COSTS RELATED TO THE IMPLEMENTATION OF THE 40 HIGHWAY & NOLAND ROAD TAX INCREMENT FINANCING PLAN, SUBJECT TO MODIFICATIONS ACCEPTED BY THE CHAIR, EXECUTIVE DIRECTOR, AND LEGAL COUNSEL AND SUBJECT TO THE COMMISSION’S RECEIPT OF A FULLY EXECUTED COLLATERAL ASSIGNMENT OF TIF PROCEEDS IN A FORM SUBSTANTIALLY SIMILAR TO EXHIBIT 34.

## ***JACKSON COUNTY/HICKMAN MILLS AGENDA ITEMS***

### ***ROLL CALL***

**35. Consideration of acceptance of the Jackson County/Hickman Mills TIFC Minutes, and other matters related thereto. (La’Sherry Banks) Exhibit 35**

Minutes of the July 13, 2021 Jackson County/Hickman Mills meeting are included for the Commission’s review prior to the meeting.

*Action recommended:* ACCEPTANCE OF THE JULY 13, 2021 JACKSON COUNTY/HICKMAN MILLS MINUTES AS PRESENTED.

**36. Consent Agenda (Cost Certifications): Consideration of the Cost Consent Agenda for Jackson County/Hickman Mills, and other matters related thereto. (Rick DeSimone) Exhibit 36**

The Consent Agenda items for November 2021 are included in the Commission’s Board Packet for review prior to the meeting. The following items are included:

Cost Certifications (**Exhibit 36**)

**Bannister & I-435 TIF Plan: Consideration of request for certification of costs totaling \$12,574,270 and request for reimbursement reduction of \$1,284,736, and other matters related thereto. (Rick DeSimone)**

Request from:	Cerner Property Development, Inc.
Current amount requested for Certification:	\$12,574,270
Current amount requested for Reimbursement Reduction	\$1,284,736

Use of funds:	Developer Cost (Submission # 12)
Cost certifier:	Novak Birks
Questioned or disallowed costs:	None
EATs reporting requirement:	100% Compliant

Notes: All Bannister & I-435 project costs are submitted for certification and include Building Construction, Tenant Improvements, Onsite and Offsite Improvements, TIF Commission Fees, General Development Cost, Design Cost, Legal Fees, Personal Property, and Construction Period Interest. The Developer requested certification for certain permanent financing interest amounts as provided by the TIF Plan. Pursuant to the Interest Policy of the TIF Commission, the developer has requested reimbursement of Permanent Financing Interest for Phases 1 and 2 of the TIF Plan after obtaining a Certificate of Completion and Compliance for both Phases 1 and 2, which aggregated to \$2,082,093 of costs requested for certification as provided by the Schedules. The Developer has requested to reclassify \$1,284,736 of previously certified permanent financing costs (the "Previously Certified Costs") for which reimbursement was requested from the TIF Commission to a request for \$1,284,736 of such Previously Certified Costs to be reimbursed with the State Supplemental TIF.

Recommendation: Approval of request for Cost Certification of costs totaling \$12,574,270 and reduction of reimbursable cost as shown on the schedule below:

	<b>Total Costs Certified</b>	<b>Reimbursement Request</b>
<b>Site Summary #1 TIF</b>	11,596,016	(1,284,736)
<b>Site Summary #2 STIF</b>	387,316	-
<b>Site Summary #3 State</b>	590,938	-
	12,574,270	(1,284,736)

*Action recommended:* APPROVAL OF CERTIFICATION OF COST TOTALING \$12,574,270 AND REQUEST FOR REDUCTION OF REIMBURSABLE COST OF \$1,284,736 AND AUTHORIZE AND DIRECT THE CHAIR, VICE-CHAIR, OR EXECUTIVE DIRECTOR TO EXECUTE A RESOLUTION APPROVING THE SAME.

**37. Pioneer Plaza TIF Plan: Consideration of the approval of a Cooperative Agreement between the TIF Commission Pioneer Plaza Community Improvement District in connection with financing redevelopment project costs identified by the Shoal Creek Parkway TIF Plan, and other matters related thereto. (Wesley Fields) Exhibit 37**

On August 27, 2020, the City Council (the "Council") of Kansas City, Missouri (the "City"), by way of Ordinance No. 200638, approved the Pioneer Plaza TIF Plan, (the "TIF Plan") for an area designated therein as the redevelopment area (the "Redevelopment Area").

On June 11, 2020, the City Council passed Ordinance No. 200419, which approved the petition establishing the Pioneer Plaza Community Improvement District (the "CID"). The boundaries of the CID is included within the Redevelopment Area. The board of directors of the CID authorized the imposition of a 1.00% sales and use tax of retail sales occurring within the boundaries of the CID (the "CID Sales Tax").

The CID acknowledges and agrees that the CID Sales Tax is an “economic activity tax,” as such term is defined by the Real Property Tax Increment Allocation Redevelopment Act, Sections 99.800 to 99.865, inclusive, of the Revised Statutes of Missouri, 1982, as amended (the “TIF Act”) and 50% of such CID Sales Tax (the “TIF Portion of the CID Sales Tax”) is subject to redirection, as contemplated by the TIF Act, for the purpose of paying certain eligible redevelopment project costs permitted by the TIF Act and identified by the TIF Plan.

The CID desires to enter into a Cooperative Agreement with the Commission, which shall provide that the CID shall transfer the TIF Portion of the CID Sales Tax to the Commission and the Commission shall thereafter deposit such TIF Portion of the CID Sales Tax in the Special Allocation Fund established for each such Redevelopment Project Area (the “SAF”). Specifically, the TIF Portion of the CID Sales Tax generated within each Redevelopment Project Area described by the Plan shall be transferred by the CID to the Commission within thirty (30) days of each calendar quarter ending on March 31, June 30, September 30, December 31 and the Commission, within five (5) days receipt of the same shall deposit the TIF Portion of the CID Sales Tax in the Special Allocation Fund established for each Redevelopment Project Area (the “SAF”). The Commission shall utilize the TIF Portion of the CID Sales Tax, except for five percent (5%) of such amount, which shall be used to fund the Commission’s administrative expenses, to reimburse or pay eligible reimbursable Redevelopment Project Costs identified by the TIF Plan.

Attached to the Commission Board Packet as **Exhibit 37** is a Cooperative Agreement, which contains the aforementioned terms.

To the extent the Commission finds acceptable the terms of the Cooperative Agreement, staff and legal counsel recommend approval, subject to modifications accepted by the Chair, Executive Director, and legal counsel.

*Action recommended:*

APPROVAL OF THE COOPERATIVE AGREEMENT BETWEEN PIONEER PLAZA COMMUNITY IMPROVEMENT DISTRICT AND THE TAX INCREMENT FINANCING COMMISSION OF KANSAS CITY, MISSOURI, SUBJECT TO ANY MODIFICATIONS APPROVED BY THE CHAIR, THE EXECUTIVE DIRECTOR, AND LEGAL COUNSEL.

## EXECUTIVE SESSION

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

## RESUME BUSINESS SESSION

39. **Adjournment**

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