

REVISED

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

DATE: October 10th continued to October 20, 2023
TIME: **10:00 am.**
PLACE: Economic Development Corporation Board Room, 4th Floor
300 Wyandotte
Kansas City, Missouri

PUBLIC HEARING AGENDA ITEMS

JACKSON COUNTY/KCMO

PUBLIC HEARING – 9:40 AM

1. **Pioneer Plaza TIF Plan – First Amendment: Consideration of approval of the First Amendment of the Pioneer Plaza TIF Plan, and others matters related thereto.**

Action recommended: CONTINUE THE PUBLIC HEARING TO 9:40 AM ON NOVEMBER 14, 2023.

PUBLIC HEARING – 9:50 AM

2. **Proposed Historic Northeast TIF Plan: Consideration of approval of the proposed Historic Northeast TIF Plan, and others matters related thereto.**

Action recommended: CONTINUE THE PUBLIC HEARING TO 9:50 AM ON NOVEMBER 14, 2023.

PUBLIC HEARING – 10:00 AM

3. **Proposed West Bottoms TIF Plan: Consideration of approval of the proposed West Bottoms TIF Plan, and others matters related thereto.**

Action recommended: CONTINUE THE PUBLIC HEARING TO 10:00 AM ON NOVEMBER 14, 2023.

PUBLIC HEARING – 10:10 AM

4. **Proposed 14th & Wyandotte TIF Plan: Consideration of approval of the proposed 14th & Wyandotte TIF Plan, and others matters related thereto.**

Action recommended: CONTINUE THE PUBLIC HEARING TO 10:10 AM ON NOVEMBER 14, 2023.

PLATTE-CLAY COUNTIES/PLATTE RIII

PUBLIC HEARING – 10:20 AM

5. **Platte Purchase Development Plan – Ninth Amendment: Consideration of approval of the Ninth Amendment of the Platte Purchase Development Plan, and others matters related thereto.**

Action recommended: CONTINUE THE PUBLIC HEARING TO 10:20 AM ON NOVEMBER 14, 2023.

PUBLIC HEARING – 10:25 AM

6. **Platte Purchase Development Plan – Tenth Amendment: Consideration of approval of the Tenth Amendment of the Platte Purchase Development Plan, and others matters related thereto.**

Action recommended: CONTINUE THE PUBLIC HEARING TO 10:25 AM ON NOVEMBER 14, 2023.

ADMINISTRATIVE TIF COMMISSION AGENDA ITEMS

MINUTES

7. **Consideration of acceptance of Minutes of the following Administrative and Counties/School Districts, and other matters related thereto. (La’Sherry Banks) Exhibit 7**

Minutes of September 12, 2023, meeting Minutes are included for the Commission’s review prior to the meeting.

Action recommended: ACCEPTANCE OF THE ADMINISTRATIVE COMMISSION AND RELATED COUNTIES/SCHOOL DISTRICTS MINUTES AS PRESENTED.

COST CONSENT ITEMS RELATED TO SPECIFIC TIF PLANS

8. **Cost Consent Agenda: Consideration of approval of the Cost Consent Agenda, and other matters related thereto. (Gloria Garrison) Exhibit 8**

The Cost Consent Agenda items for October 2023 are included in the Commission’s Board Packets for review prior to the meeting. The following items are included:

- Cost Certifications (**Exhibit 8**)

87th and Hillcrest TIF Plan: Consideration of certification of costs totaling \$177,852 and other matters related thereto. (Gloria Garrison)

Request from:	Foley Industries Inc.
Total amount requested:	\$177,852
Use of funds:	Commission and Other Expenses
Cost certifier:	Hood CPAs
Questioned or disallowed costs:	\$50,286
EATs reporting requirement:	100% compliant for the current reporting period (1 st Half 2023); prior reporting cycle 100% 2nd half 2022.

Recommendation: Approval of certification of costs totaling \$127,566

KCI TIF Plan: Consideration of certification of costs totaling \$90,533.50, and other matters related thereto. (Gloria Garrison)

Request from: Hunt Midwest
 Total amount requested: \$90,533.50
 Use of funds: Project 20a, NW 108th St
 Cost certifier: Ralph Johnson
 Questioned or disallowed costs: None
 EATs reporting requirement: 79% compliant for the current reporting period (1st Half 2023), prior reporting cycle 87% 2nd half 2022.

Notes: Report 2021 – 21. Project 20A, NW 108th St.

Recommendation: Approval of certification of costs totaling \$90,533.50. Reimbursement is subject to the issuance of a Certificate of Partial Completion.

Parvin Road TIF Plan: Consideration of certification of costs totaling \$1,764,092 and other matters related thereto. (Gloria Garrison)

Request from: Hunt Midwest
 Total amount requested: \$1,764,092
 Use of funds: Construction, Road & Infrastructure Improvements.
 Cost certifier: Novak Birks
 Questioned or disallowed costs: None
 EATs reporting requirement: 85% compliant for the current reporting period (1st half 2023), 98% Compliant for the last reporting period (2nd half 2022).

Notes: Project Area 4 expenses include Construction Costs, Professional Services, and Construction Period Interest. Pay Application 138.

Recommendation: Approval of certification costs totaling \$1,764,092.

Shoal Creek TIF Plan: Consideration of certification of costs totaling \$737,156.50, and other matters related thereto. (Gloria Garrison)

Request from: Hunt Midwest
 Total amount requested: \$737,156.50
 Use of funds: Project Expenses
 Cost certifier: Hood and Associates CPAs
 Questioned or disallowed costs: \$54,059.73
 EATs reporting requirement: 83% compliant for the current reporting period (1st half 2023), 100% Compliant for the last reporting period (2nd half 2022).

Notes: Shoal Creek, Maplewoods Parkway Project W. A portion of these reimbursement to be funded by TIF and a portion will be funded with City Contribution Funds.

Recommendation: Approval of certification of costs totaling \$683,096.77.

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

Overlook TIF Plan: Consideration of the Certification of Redevelopment Project Costs #23 (Heather Brown)

A plan for redevelopment known as the “Overlook Tax Increment Financing Plan” (the “TIF Plan”) for an area designated therein as the redevelopment area (the “Redevelopment Area”) was approved by the City Council of the City (the “Council”) by its passage of Ordinance No. 200942 (the “TIF Ordinance”).

The TIF Plan provides that the estimated reimbursable Redevelopment Project Costs related to the implementation of Projects Improvements described therein are approximately \$23,283,520, which include (1) approximately \$2,995,838 of Economic Activity Taxes and (2)(a) approximately \$2,995,838 of Additional City EATs, (b) approximately \$150,000 sales tax approved and allocated by the Public Improvements Advisory Committee (PIAC) and (c) approximately \$5,150,000 in sales tax recommended by the Central City Economic Development Board (collectively, the City’s Additional Tax Contributions”).

On July 9, 2021, the Commission, the City, the Redeveloper and Novak Birks, P.C. (the “Cost Certifier”) entered into a Tax Contribution and Disbursement Agreement, which was amended on February 2, 2022 and on December 15th, 2022, and times after (collectively, the “Tax Contribution Agreement”), and which provides, in part, for the procedures related to the certification of redevelopment project costs and the disbursement of the City’s Additional Tax Contributions.

In accordance with the Tax Contribution Agreement and pursuant to the Cost Certifier’s Report to the Commission #23 dated September 5th, 2023 (the “Cost Certifier Report”), which, with the consent of the City, the Redeveloper requested \$73,442 in costs and the Certifier certified \$66,882 and questioned \$6,560 of redevelopment project costs related to Landscaping, Site Utilities and Electrical for reimbursement from CCEDI. Based upon such certification and consent by the City, Central City Sales Tax contributed by the City to the Commission was utilized to pay such redevelopment project costs identified by the Cost Certifier Report.

In accordance with Exhibit B to the Tax Contribution Agreement, entitled, “Cost Certification and Payment Procedures”, staff recommends that the Commission approve certification of \$66,882 of redevelopment project costs funded with Central City Sales Tax.

Action recommended: APPROVAL OF THE CERTIFICATION OF \$66,882 OF REDEVELOPMENT PROJECT COSTS IDENTIFIED BY THE OVERLOOK TIF PLAN TO BE FUNDED WITH CENTRAL CITY SALES TAX, AS HAS BEEN CERTIFIED BY NOVAK BIRKS, P.C. AND CONSENTED TO BY THE CITY OF KANSAS CITY, MISSOURI AND AUTHORIZE AND DIRECT THE CHAIR, VICE-CHAIR OR EXECUTIVE DIRECTOR TO EXECUTE A RESOLUTION APPROVING THE SAME.

CERTIFICATES OF COMPLETION & COMPLIANCE RELATED TO SPECIFIC TIF PLANS

- KCI Corridor TIF Plan: Consideration of Approval of a Partial Certificate of Completion and Compliance No. 2 in Connection with Administrative Costs within the KCI Corridor TIF Plan, and other matters related thereto. (Sandra L. Rayford) Exhibit 9**

This Certificate of Partial Completion and Compliance is issued to MD Management, Inc. (the “Redeveloper”) in accordance with Section 14 of the Agreement, dated March 30, 2006, between the Tax Increment Financing Commission of Kansas City, Missouri (the “Commission”) and the Redeveloper (the “Redevelopment Agreement”) for all such requirements and obligations in connection with the implementation of the Public Improvements described on Exhibit B (the “Partially Completed Public Improvements”) contemplated by the KCI Corridor Tax Increment Financing Plan, as amended (the “KCI Corridor TIF Plan”) and that are identified on Exhibit A to the KCI Corridor TIF Plan – City of Kansas City, Missouri Schedule of Project Costs Submitted and Certified for Reimbursement through July 31, 2023 by Independent Accountant’s Report (the “Certification Report”) dated July 29, 2023 by Ralph C. Johnson & Company, P.C.

Redevelopment Project Costs

	Budget	Actual
Commission Expenses, Legal	\$750,000	\$429,666
Commission Expenses/Admin	\$460,000	\$ 31,090

The Redeveloper has complied with the Commission’s Certification of Costs and Reimbursement Policy, as amended from time to time, that relate to the Administrative and Soft Costs certified by the Commission, pursuant to the Certification of Costs Resolution. Staff recommends approval of the Certificate of the Partial Completion and Compliance.

Action recommended: APPROVAL OF THE CERTIFICATE OF PARTIAL COMPLETION AND COMPLIANCE TO MD MANAGEMENT, INC. FOR COSTS RELATED TO PARTIALLY COMPLETED ADMINISTRATIVE AND SOFT COSTS AND DIRECT THE CHAIR, VICE-CHAIR, OR EXECUTIVE DIRECTOR TO EXECUTE A RESOLUTION APPROVING THE SAME.

10. Parvin Road Corridor TIF Plan: Consideration of Approval of a Certificate of Partial Completion and Compliance No. 12 in Connection with Public Improvements within the Parvin Road Corridor TIF Plan, and other matters related thereto. (Sandra L. Rayford) Exhibit 10

This Certificate of Partial Completion and Compliance is issued to Hunt Midwest Real Estate Development, Inc. (the “Redeveloper”), in accordance with Section 19 of the Amended and Restated Redevelopment Agreement (the “Redevelopment Agreement”), dated June 8, 2013 and amended on March 16, 2018 , April 1, 2022 and October 17, 2022 between the Tax Increment Financing Commission of Kansas City, Missouri (the “Commission”) and the Redeveloper for the implementation of a portion of the Uncompleted Private Project Improvements and Uncompleted Public Improvements described on **Exhibit A**, attached hereto (the “Partially Completed Public Improvements”), and identified by the Parvin Road Corridor Tax Increment Financing Plan, as amended (the “TIF Plan”) and for which Redevelopment Project Costs were verified by the Redeveloper as of August 15, 2023 and thereafter submitted and certified, pursuant to the Novak Birks, P.C.’s Independent Accountant’s Report, dated August 24, 2023 (the “Cost Certifier Report”) and Commission Resolution No. 9-1-23 (the “Certification of Costs Resolution”).

Budget Actual

Total Public Improvements	\$92,304,980	\$44,132,572
Public Improvement Costs Eligible for Reimbursement	\$67,805,614	\$44,132,572

The Redeveloper satisfactorily complied with the policies attached to and incorporated within the Redevelopment Agreement, including the Commission’s Work Force Policy and the City’s Affirmative Action Policy, as set forth in Ordinance No. 180535, as further amended, and as it may be amended from time to time (the “MBE/WBE Ordinance”).

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

11. Southtown/31st & Baltimore TIF Plan: Consideration of Approval of a Certificate of Completion and Compliance in Connection with Project and Public Improvements within the Southtown/31st & Baltimore TIF Plan, and other matters related thereto. (Sandra L. Rayford) Exhibit 11

This Certificate of Completion and Compliance is issued to Midwest Division – PFC, LLC (the “Redeveloper”) in accordance with the Agreement dated, October 3, 1994 (the “Redevelopment Agreement”), between the Tax Increment Financing Commission of Kansas City, Missouri (the “Commission”) and Health Midwest Partners For Change, Inc. (“Health Midwest”), pursuant to which the rights, duties, interests and obligations arising thereunder were assigned to the Redeveloper as provided by that certain Assignment and Assumption Agreement, dated April 1, 2003, by and among the Commission, Health Midwest and the Redeveloper for the implementation of certain improvements contemplated by Exhibit 7 to the of the Southtown/31st & Baltimore Tax Increment Financing Plan (the “TIF Plan”) and that relate to Redevelopment Projects A, B, C, D, E, F, J, L & M described therein (the “Completed Project Improvements”).

This Certificate of Completion and Compliance is issued to the Redeveloper in accordance with Section 4 of that certain Settlement Agreement and Mutual Release, dated September 21, 2023, by and between the Redeveloper and the Commission.

The Completed Project Improvements consist of the following: Research Medical Center Campus (“Project A Improvements”), data processing center (“Project B Improvements”), green belt improvements (“Project C Improvements”), 92,837 square foot office building and ambulatory care center (“Project D Improvements”), certain efforts undertaken in furtherance of rehabilitating an existing structure, (approximately 7,200 square feet) with a new one (1)-story 4,900 square foot addition (“Project E Improvements”), green belt improvements (“Project F Improvements”), efforts undertaken in furtherance of developing a 30,000 square foot hotel suites complex (“Project J Improvements”), efforts undertaken in furtherance of developing a 200,000 square foot multi-level building (“Project L Improvements”) and TIF BRITE Housing Program (“Project M Improvements”), as more specifically described on **Exhibit A**, attached hereto.

REDEVELOPMENT PROJECT COSTS:

	<u>Budget</u>	<u>Actual</u>
Total Cost of Project and Public Improvements	\$32,486,827	\$16,466,292
Redevelopment Costs Eligible for Reimbursement	\$32,486,827	\$16,466,292

Staff recommends approval of the Certificate of Completion and Compliance.

Action recommended: APPROVAL OF THE CERTIFICATE OF COMPLETION AND COMPLIANCE TO MIDWEST DIVISION – PFC, LLC FOR COSTS RELATED TO COMPLETED PROJECT IMPROVEMENTS AND DIRECT THE CHAIR, VICE-CHAIR, OR EXECUTIVE DIRECTOR TO EXECUTE A RESOLUTION APPROVING THE SAME.

12. Rivermarket TIF Plan: Consideration of Approval of a Certificate of a Partial Completion and Compliance No. 2 in connection with Public Improvements within the Rivermarket TIF Plan, and other matters related thereto. (Sandra L. Rayford) Exhibit 12.

This Certificate of Partial Completion and Compliance is issued to the River Market Community Improvement District (the “Redeveloper”), in accordance with Section 13 of the Cooperative Agreement, dated February 9, 2012 and amended on August 14, 2023, between the Tax Increment Financing Commission of Kansas City, Missouri and the Redeveloper (the “Agreement”) for the implementation of the design and construction of certain public infrastructure improvements, as more particularly described on Exhibit A, attached hereto (the “Partially Completed Improvements”), and identified by the River Market Tax Increment Financing Plan, as amended (the “TIF Plan”) and for which Redevelopment Project Costs were submitted and certified, pursuant to the Ralph C. Johnson & Company, P.C. Independent Accountant’s Report (the “Certification of Costs Report”), dated December 7, 2022, and Commission Resolution No. 10-_-23 (the “Certification of Costs Resolution”).

The TIF Plan, which was approved by City Council on December 16, 1999 and which has been amended several times thereafter by a series of Ordinances passed by the City Council, provides for certain public infrastructure improvements within and the Redevelopment Area that are targeted toward support of the Town of Kansas Archaeological park, as well as other area-wide improvements including infrastructure and streetscape improvements, maximization of access to the area to the area and view corridors, green spaces, transportation and access linkages, and other neighborhood enhancements, together with parking, and all necessary utilities and street improvements to serve the area (the “Public Improvements”), including the Partially Completed Improvements.

	<u>Budget</u>	<u>Actual</u>
Total Public Improvements Costs	\$825,000	\$680,862
Total Costs Eligible for Reimbursement	\$825,000	\$680,862

The Redeveloper has complied with the Commission’s Certification Costs and Reimbursement Policy, as amended from time to time, and the Commission, pursuant to the Certification of

Costs Resolution, has certified all Redevelopment Project Costs incurred that are eligible for reimbursement that relate to implementation of the Partially Completed Improvements.

Action recommended: APPROVAL OF THE CERTIFICATE OF COMPLETION AND COMPLIANCE TO RIVER MARKET COMMUNITY IMPROVEMENT DISTRICT FOR PARTIALLY COMPLETED IMPROVEMEMTS RELATED TO THE RIVERMARKET TIF PLAN AND DIRECT THE CHAIR, VICE-CHAIR, OR EXECUTIVE DIRECTOR TO EXECUTE A RESOLUTION APPROVING THE SAME.

AGREEMENTS RELATED TO SPECIFIC TIF PLANS

13. Proposed I-29 & I43 TIF Plan: Consideration of a Funding Agreement between the TIF Commission and Kansas City Airport Parking, LLC regarding certain improvements contemplated by the proposed I-29 & I-435 TIF Plan and other matters related thereto. (Wesley Fields) Exhibit 13

Kansas City Airport Parking LLC (the “Developer”), submitted an application to the Economic Development Corporation of Kansas City for its consideration to present the proposed I-29 and I-435 tax increment financing plan (the “Proposed TIF Plan”) to the Tax Increment Financing Commission of Kansas City, Missouri (the “Commission”), which is anticipated provide for the construction of (1) approximately 435,500 sq ft of office, restaurant, retail, and commercial space (the “Mixed Use Development”) and (2) the construction or reconstruction of public infrastructure improvements that support and enhance the Mixed Use Development (collectively, the “Improvements”) within an area generally bounded by I-435 on the north, I-29 on the west, Cookingham Drive on the south, and Ambassador Drive on the east, in Kansas City, Platte County, Missouri.

In connection with the Developer’s request that the Commission consider the Proposed TIF Plan, the Developer has further requested that the Commission (1) prepare and review all necessary documents, provide all statutory public notices and participate in a public meeting to consider a the Proposed TIF Plan and thereafter take all action the Commission deems necessary to administer and assist in implementing and thereafter terminating the Proposed TIF Plan, (2) if the Proposed TIF Plan is approved, prepare and negotiate a redevelopment agreement (the “TIF Redevelopment Agreement”) and any and all agreements, instruments and certificates that may be necessary to implement the Proposed TIF Plan, and (3) reimburse the Developer for all eligible certified redevelopment project costs incurred by the Developer and identified by the Proposed TIF Plan, as it may be amended from time to time (the “Commission Serviecs”). In order to do so, the Commission must retain administrative and professional staff, outside counsel and consultants and incur expenses, but the Commission is without a source of funds to pay such staff, counsel, consultants and expenses.

The Developer desire to enter into a Funding Agreement with the Commission, which is attached to the Commission Board Packet as **Exhibit 13**, which provides, in part, for the Developer to pay for such costs and expenses incurred by the Commission to perform the Commission Services. The Funding Agreement further provides that the execution of this Agreement and any actions undertaken by the Commission in connection with preparing and reviewing the TIF Redevelopment Agreement, providing public notices and/or participating in public meetings to consider the Proposed TIF Plan shall, in no way, be a reflection of the Commission’s support or approval of a Proposed TIF Plan and Proposed TIF Project(s) and such support and approval shall only be reflected by the Commission’s passage of a separate resolution approving and recommending the Proposed TIF Plan and Proposed TIF Project(s) to the City Council.

Staff and legal counsel recommend that the Commission approve the form of the Funding Agreement attached as **Exhibit 13** to the Board Packet, which provides, in part, that the Developer shall pay the Commission's costs and expenses related to the Commission Services.

Action recommended:

APPROVAL OF THE FUNDING AGREEMENT BETWEEN THE TIF COMMISSION AND KANSAS CITY AIRPORT PARKING, LLC, IN A FORM SUBSTANTIALLY SIMILAR TO EXHIBIT 13 ATTACHED TO THE COMMISSION BOARD PACKET, SUBJECT TO MODIFICATIONS APPROVED BY THE CHAIR, EXECUTIVE DIRECTOR, AND LEGAL COUNSEL.

14. Proposed Historic Northeast Lofts TIF Plan: Consideration of a Funding Agreement between the TIF Commission and Historic Northeast Lofts LLC, regarding certain improvements contemplated by the proposed Historic Northeast Lofts TIF Plan and other matters related thereto. (Wesley Fields) Exhibit 14

Historic Northeast Lofts LLC, (the "Developer"), submitted an application to the Economic Development Corporation of Kansas City for its consideration to present the proposed Historic Northeast Lofts tax increment financing plan (the "Proposed TIF Plan") to the Tax Increment Financing Commission of Kansas City, Missouri (the "Commission"), which is anticipated provide for the construction of (1) approximately 587 multi-family residential units, approximately 55,000 square feet of retail space, an approximately 38,430 square foot daycare center and approximately 960 parking spaces (the "Mixed Use Development") and (2) the construction or reconstruction of public infrastructure improvements that support and enhance the Mixed Use Development (collectively, the "Improvements"), within an area generally bounded by Independence Avenue on the North, Hardesty Avenue on the West, and the railroad tracks to the Southeast in Kansas City, Missouri.

In connection with the Developer's request that the Commission consider the Proposed TIF Plan, the Developer has further requested that the Commission (1) prepare and review all necessary documents, provide all statutory public notices and participate in a public meeting to consider the Proposed TIF Plan and thereafter take all action the Commission deems necessary to administer and assist in implementing and thereafter terminating the Proposed TIF Plan, (2) if the Proposed TIF Plan is approved, prepare and negotiate a redevelopment agreement (the "TIF Redevelopment Agreement") and any and all agreements, instruments and certificates that may be necessary to implement the Proposed TIF Plan, and (3) reimburse the Developer for all eligible certified redevelopment project costs incurred by the Developer and identified by the Proposed TIF Plan, as it may be amended from time to time (the "Commission Services"). In order to do so, the Commission must retain administrative and professional staff, outside counsel, and consultants and incur expenses, but the Commission is without a source of funds to pay such staff, counsel, consultants, and expenses.

The Developer desires to enter into a Funding Agreement with the Commission, which is attached to the Commission Board Packet as **Exhibit 14**, which provides, in part, for the Developer to pay for such costs and expenses incurred by the Commission to perform the Commission Services. The Funding Agreement further provides that the execution of this Agreement and any actions undertaken by the Commission in connection with preparing and reviewing the TIF Redevelopment Agreement, providing public notices and/or participating in public meetings to consider the Proposed TIF Plan shall, in no way, be a reflection of the Commission's support or approval of a Proposed TIF Plan and Proposed TIF Project(s) and such support and approval shall only be reflected by the Commission's passage of a separate resolution approving and recommending the Proposed TIF Plan and Proposed TIF Project(s) to the City Council.

Staff and legal counsel recommend that the Commission approve the form of the Funding Agreement attached as **Exhibit 14** to the Board Packet, which provides, in part, that the Developer shall pay the Commission's costs and expenses related to the Commission Services.

Action recommended:

APPROVAL OF THE FUNDING AGREEMENT BETWEEN THE TIF COMMISSION AND HISTORIC NORTHEAST LOFTS, LLC, IN A FORM SUBSTANTIALLY SIMILAR TO EXHIBIT 14 ATTACHED TO THE COMMISSION BOARD PACKET, SUBJECT TO MODIFICATIONS APPROVED BY THE CHAIR, EXECUTIVE DIRECTOR, AND LEGAL COUNSEL

15. Ratification of Actions related to certain TIF Plans located within Clay County: Ratification and approval of certain Administrative Matters related to certain tax increment financing plans, redevelopment projects and redevelopment areas located within the boundaries of Clay County and other matters related thereto. (Wesley Fields) Exhibit 15

The City Council (the “Council”) of the City of Kansas City, Missouri (the “City”), by Ordinance No. 54556, passed on November 24, 1982 (the “1982 Ordinance”), and thereafter amended in certain respects by Committee Substitute for Ordinance No. 911076, as amended, passed on August 29, 1991 (the “1991 Ordinance”), Ordinance No. 130986, passed on December 19, 2013, Committee Substitute for Ordinance No. 140,83, as amended, passed on June 18, 2015, Committee Substitute for Ordinance No. 230524, passed on June 22, 2023 (the “City Enabling Ordinances”), created the Tax Increment Financing Commission of Kansas City, Missouri (the “Commission”), pursuant to Section 99.820.2 of the Real Property Tax Increment Allocation Act (the “TIF Act”).

Pursuant to the City Enabling Ordinances, the City Council delegated certain powers to the Commission with respect to the implementation of tax increment financing plans, including the approval of redevelopment agreements related to the implementation of tax increment financing plans.

The Missouri General Assembly amended the TIF Act, effective August 28, 2008 (the “2008 Amendment”), to provide that cities within a county having a charter form of government and having more than two hundred fifty thousand inhabitants and less than three hundred fifty thousand inhabitants shall establish a tax increment financing commission, pursuant to Section 99.820.3 of the Act.

Section 99.820.3 of the TIF Act provides that a tax increment financing commission established for the purpose of considering tax increment financing plans and projects shall be comprised of the following members: (1) six members appointed by the presiding commissioner of such county, (2) three members appointed by cities, towns and villages located within the boundaries of such county, in a manner in which the chief elected officials of such cities, towns, or villages shall agree, (3) two members appointed by the school boards whose districts are included in such county, in a manner in which the school boards agree and (4) one member to represent all other districts levying ad valorem taxes in the redevelopment area described by a tax increment financing plan and located within such county.

The County of Clay County, Missouri (“Clay County”), by the passage of its Constitution, created a charter form of government that became effective on January 1, 2021 (the “Charter Form of Government Condition”). On July 1, 2021, the 2020 census for Clay County was confirmed and provides that 253,335 inhabitants reside within Clay County (the “Population Condition”). As a result of Clay County satisfying the Charter Form of Government Condition and the Population Condition, the Commission should have been reconstituted, pursuant to Section 99.820.3 of the TIF Act, to consider tax increment financing plans in Clay County and items related to implementation of such tax increment financing plans. Since July 2021, the City has not appointed members to the Commission in accordance with Section 99.820.3 of the Act to consider tax increment financing plans, redevelopment projects and redevelopment areas located in Clay County. Although not properly constituted in accordance with Section 99.820.3, the Commission, nevertheless approved, by resolutions, certain agreements and took certain actions in connections with the implementation of tax increment financing plans located within Clay County.

Pursuant to the City Enabling Ordinances, the City created an "Administrative Commission" to adopt such rules and regulations for operation as shall enable it to maintain an orderly procedure for its business and to effectively and efficiently exercise the powers authorized by the TIF Act and delegated to it by the Council, which do not relate to specific plans, projects or amendments thereto.

In order to ensure efficient and equitable administration tax increment financing and redevelopment projects throughout the City, including within Clay County, the Council approved Committee Substitute for Ordinance No. 230524, which delegated to the Administrative Commission all powers delegable under the TIF Act and in particular the powers enumerated in RSMo 99.820.1, which relate to the administration of tax increment financing plans and redevelopment projects, and the designation of redevelopment areas located within the boundaries of the City, Missouri (except final approval of plans, projects and designation of redevelopment areas, which is reserved to the Council).

As a result of the Council's approval of Committee Substitute for Ordinance No. 230524, staff and legal counsel recommend that the Administrative Commission ratify the approval of certain actions previously approved by the Commission between September 2021 and the date hereof that relate to certain tax increment financing plans located within Clay County.

Attached as **Exhibit 15** to the Board Packet is a resolution approving minutes, cost certifications, certificates of completion and agreements related to certain tax increment financing located within Clay County.

Action recommended: APPROVAL OF THE RESOLUTION RATIFYING CERTAIN DOCUMENTS, INCLUDING MINUTES, COST CERTIFICATIONS, CERTIFICATES OF COMPLETION AND AGREEMENTS RELATED TO CERTAIN TAX INCREMENT FINANCING PLANS LOCATED WITHIN CLAY COUNTY.

16. Santa Fe TIF Plan: Consideration of the Approval of an Assignment and Assumption Agreement of Redevelopment Agreement and Mutual Release among the TIF Commission, Pursell Mid-City Development, LLC, and K&G Sarai Company, in connection with the Santa Fe TIF Plan (Wesley Fields) (Exhibit 16)

On March 4, 1994, the City Council (the "Council") of the City of Kansas of City, Missouri passed Ordinance No. 930859, which approved the Santa Fe Tax Increment Financing Plan (the "TIF Plan"), which has been amended from time to time by a series of ordinances passed by the Council. The TIF Plan provides for the implementation of certain public improvements and the reclamation of the Redevelopment Area, as described by the Amended Plan, that will support the existing retail and enable the eventual construction of industrial/warehouse uses (the "Improvements").

The Commission and Pursell Mid-City Development, LLC, on July 21, 2016, entered into an Amended and Restated Agreement, which was amended on August 29, 2021 (the "Redevelopment Agreement"), and which provides, in part, for (1) the implementation of the Improvements and (2) the reimbursement of certain costs related thereto.

Pursuant to a Settlement Agreement and Release, dated October 9, 2023 by and among Damon Pursell Construction Company ("DPC"), Manjit Sarai, Jarnail Sarai, J&M Sarai, LLC and K&G Sarai, LLC (collectively, the "DPC and Sarai Parties") and Michael Pursell, Pursell Holdings LLC, Assignor, M&R Land, LLC and North Valley Homes, Inc. (collectively, the Pursell Parties"), Pursell Mid-City Development, LLC is to assign or cause to be assigned to K&G Sarai Company all of Pursell Mid-City Development, LLC's rights, interests, duties and obligations under the Redevelopment Agreement. Section 26 of the Redevelopment Agreement provides that there shall be no assignment of Pursell Mid-City Development, LLC's rights, interests, duties and obligations under the Redevelopment Agreement, except upon terms and conditions agreeable to the Commission and upon the execution by an assignee of an instrument in writing, for itself and its successors and assigns, and expressly for the benefit of the Commission, assuming all obligations of Pursell Mid-City Development, LLC and agreeing to be

subject to all of the conditions and restrictions which Pursell Mid-City Development, LLC is subject under the Redevelopment Agreement.

Enclosed in the TIF Commission's Packet as **Exhibit 16** is an Assignment and Assumption of Redevelopment Agreement and Mutual Release by and among the TIF Commission, Pursell Mid-City Development, LLC and K&G Sarai Company, which provides, in part, subject to K&G Sarai Company entering into a separate Funding Agreement with the Commission and a release by Pursell Mid-City Development, LLC of all past, present and future claims that Pursell Mid-City Development, LLC has or may have against the Commission that arise out of the Redevelopment Agreement and a release by K&G Sarai Company of all past and present claims that K&G Sarai Company has or may have against the Commission that arise out of the Redevelopment Agreement, Pursell Mid-City Development, LLC shall assign to K&G Sarai Company all of Pursell Mid-City Development, LLC's right, title, interests, duties and obligations under the Redevelopment Agreement, including the right to reimbursement of any and all redevelopment project costs that have been or may be certified by the Commission pursuant to the Redevelopment Agreement and that are due and may be due and owing to Pursell Mid-City Development, LLC s, in accordance with the terms and conditions of the Redevelopment Agreement.

To the extent the Commission finds acceptable the terms of the Assignment and Assumption of Redevelopment Agreement and Mutual Release, attached to the Board Packet as **Exhibit 16**, staff and legal counsel recommend its approval, subject to modifications accepted by the Chair, Executive Director, and legal counsel.

Action recommended:

APPROVAL OF THE ASSIGNMENT AND ASSUMPTION OF REDEVELOPMENT AGREEMENT AND MUTUAL RELEASE AMONG PURSELL MID-CITY DEVELOPMENT, LLC, K&G SARAI COMPANY AND THE TIF COMMISSION, SUBJECT TO MODIFICATIONS ACCEPTED BY THE CHAIR, EXECUTIVE DIRECTOR AND LEGAL COUNSEL.

17. **Santa Fe TIF Plan: Consideration of a Funding Agreement between the TIF Commission and K&G Sarai Company regarding the Santa Fe TIF Plan and other matters related thereto. (Wesley Fields) Exhibit 17**

On Mach 4, 1994, the City Council (the "Council") of the City of Kansas of City, Missouri passed Ordinance No. 930859, which approved the Santa Fe Tax Increment Financing Plan (the "TIF Plan"), which has been amended from time to time by a series of ordinances passed by the Council. The TIF Plan provides for the implementation of certain public improvements and the reclamation of the Redevelopment Area, as described by the Amended Plan, that will support the existing retail and enable the eventual construction of industrial/warehouse uses (the "Improvements").

The Commission and Pursell Mid-City Development, LLC, on July 21, 2016, entered into an Amended and Restated Agreement, which was amended on August 29, 2021(the "Redevelopment Agreement"), and which provides, in part, for (1) the implementation of the Improvements and (2) the reimbursement of certain costs related thereto.

Pursell Mid-City Development, LLC desires to assign or cause to be assigned to K&G Sarai Company all of Pursell Mid-City Development, LLC's rights, interests, duties and obligations under the Redevelopment Agreement, pursuant to an Assignment and Assumption of Redevelopment Agreement and Mutual Release, which provides that the Commission shall consent to Pursell Mid-City's assignment and K&G Sarai Company's assumption of Pursell Mid-City's Development's rights, interests, duties and obligations under the Redevelopment Agreement, subject to the satisfaction certain conditions, including K&G Sarai Company entering into a separate funding agreement with the Commission.

In order to satisfy a condition for the Commission to consent the aforementioned assignment and assumption, K&G Sarai Company desires to enter into a Funding Agreement with the Commission, which is attached to the Commission Board Packet as **Exhibit 17**, which provides, in part, for the K&G Sarai Company to pay for such costs and expenses incurred by the Commission to (1) prepare and negotiate (a) an Assignment and Assumption of Redevelopment Agreement and Mutual Release and (b) any and all agreements, instruments and certificates that may be necessary to implement the Santa Fe TIF Plan, (2) reimburse K&G Sarai Company for all eligible certified redevelopment project costs identified by the Redevelopment Agreement and (3) take all action the Commission deems necessary to administer and assist in implementing and thereafter terminating Santa Fe TIF Plan and the redevelopment project areas described therein

Staff and legal counsel recommend that the Commission approve the form of the Funding Agreement attached as **Exhibit 17** to the Board Packet, which provides, in part, that the Developer shall pay the Commission's costs and expenses related to the Commission Services.

Action recommended: APPROVAL OF THE FUNDING AGREEMENT BETWEEN THE TIF COMMISSION AND K&G SARAI COMPANY, IN A FORM SUBSTANTIALLY SIMILAR TO **EXHIBIT 17** ATTACHED TO THE COMMISSION BOARD PACKET, SUBJECT TO MODIFICATIONS APPROVED BY THE CHAIR, EXECUTIVE DIRECTOR AND LEGAL COUNSEL

ADMINISTRATIVE MATTERS NOT RELATED TO SPECIFIC PLANS

18. Economic Activity Taxes: Consideration of the Economic Activity Taxes Report, and other matters related thereto. Exhibit 18

Action recommended: NONE; INFORMATION ONLY.

19. Affirmative Action and Contract Compliance Subcommittee Reports: Consideration of acceptance of the Affirmative Action Reports and Contract Compliance Reports, and other matters related thereto. (Sandra L. Rayford) Exhibit 19

The Affirmative Action/Contract Compliance Committee did not meet during the month of September 2023. Enclosed with your board packets are copies of the MBE/WBE Compliance Report on active TIF Plans and their expenditure activity as of the end of August 31, 2023, for your review.

Action recommended: NONE; INFORMATION ONLY.

20. Governance, Finance and Audit Subcommittee: Consideration of Governance, Finance and Audit Reports, and other matters related thereto. Exhibit 20 & Exhibit 20A

The Governance, Finance and Audit Subcommittee met on October 2, 2023 to consider the following item:

- TIF 2023 Draft Audit Report (*Jonathan Nibarger - AGH*)
- Monthly Financials as prepared by Hood & Associates (*Michael Keenen of Hood & Associates*)

Action recommended: ACCEPTANCE OF THE FINANCIAL REPORT.

21. **Neighborhood & Housing Subcommittee Report: Consideration of the Neighborhood & Housing Report, and other matters related thereto. (Ryana Parks-Shaw) Exhibit 21**

Action recommended: NONE; INFORMATION ONLY.

22. **Chair's Report: Consideration of the Chair's Report, and other matters related thereto.**

Action recommended: NONE; INFORMATION ONLY.

23. **Administrative: Consideration of the Executive Director's Report and other matters related thereto.**

Action recommended: NONE; INFORMATION ONLY.

EXECUTIVE SESSION

24. **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

25. **Adjournment**

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