

ANNUAL REPORT FOR
HISTORIC KANSAS CITY CLUB COMMUNITY IMPROVEMENT DISTRICT (the “District”)
FOR FISCAL YEAR ENDING APRIL 30, 2024

SECTION I

Date: August 22, 2024

CID Contact Information: c/o Roxsen Koch, Polsinelli PC (Legal Counsel), 900 West 48th Place, Suite 900, Kansas City, Missouri 64112, rkoch@polsinelli.com, (816) 753-1000

Political Subdivision or Not for Profit: Political Subdivision

Date of and Ordinance No: Ordinance No. 200343, passed on May 14, 2020

SECTION II

PURPOSE OF THE DISTRICT AND SERVICES PERFORMED DURING FISCAL YEAR:

The purpose of the District is to provide funding for demolition and the construction of certain improvements and the provision of certain services within the District. The improvements initially contemplated include the demolition of existing structures, site work, grading, infrastructure improvements, parking improvements/structures, additional improvements/structures, utility improvements, right-of-way improvements, landscaping, lawns, and trees, as well as any other improvements within the District. No services were provided during FYE 4/30/2024.

SECTION III

BOARD MEMBERS AS OF DATE OF MOST RECENT ANNUAL MEETING:

| | |
|----------------|--|
| Ryan Anderson | Ryan.Anderson@platformv.com |
| Terry Anderson | Terry.Anderson@platformv.com |
| Evan Welsh | Evan.Welsh@platformv.com |
| Mike Jenkins | Mike.Jenkins@platformv.com |
| Jennifer Metz | Jennifer.Metz@platformv.com |

SECTION IV

Date FYE 4/30/2023 Annual Report was submitted to City: August 28, 2023
Date FYE 4/30/2025 budget was submitted to City: January 30, 2024
Date FYE 4/30/2025 budget was adopted: March 20, 2024
See attached *actual* budget for FYE 4/30/2024

SECTION V

LIST OF RESOLUTIONS APPROVED DURING FISCAL YEAR
(ATTACH COPIES):

| Resolution # | Resolution |
|---------------------|---|
| 2024-1 | Approve Minutes of 3/23/2023 Board Meeting |
| 2024-2 | Appoint Officers of the District |
| 2024-3 | Adopt Budget for FYE 4/30/2025 and appropriate funds |
| 2024-4 | Adopt Amended Budget for FYE 4/30/2024 and appropriate funds |
| 2024-5 | Authorize Preparation and Submittal of FYE 4/30/2024 Annual Report to City Clerk and Department of Economic Development |
| 2024-6 | Authorize Preparation and Submittal of FYE 4/30/2024 Annual Report to State Auditor |
| 2024-7 | Nominate Successor Directors |

SUBMIT FORM AND ATTACHMENTS TO:

| | |
|--|--|
| Missouri Dept of Economic Development Attn: CID Annual Report 301 W. High Street, P. O. Box 118 Jefferson City, MO 65102 Phone: 1-573-526-8004 Fax: 1-573-522-9462 Email: redevelopment@ded.mo.gov | City Clerk 25th Floor, City Hall 414 E. 12 th Street Kansas City, MO 64106 Phone: (816) 513-6401 Fax: (816) 513-3353 Email: Marilyn.Sanders@kcmo.org |
|--|--|

**HISTORIC KANSAS CITY CLUB
COMMUNITY IMPROVEMENT DISTRICT**

FYE 4/30/2024 ACTUAL BUDGET

Budget Messages:

The Historic Kansas City Club Community Improvement District was formed as a political subdivision of the State of Missouri on May 14, 2020 by the City of Kansas City, Missouri. The District was formed for the purpose of undertaking certain improvements and services within the District and to use or make available its revenue to pay the costs thereof, including without limitation debt service on any notes, bonds or other obligations issued and outstanding from time to time to finance all or any of such costs. The District's sources of revenue are: (a) 1% sales tax, the collection of the CID sales tax will commence on October 1, 2020; and (b) levy of special assessments, which have not yet commenced.

| | <u>FYE 4/30/2024</u> ACTUAL | <u>FYE 4/30/2024*</u> (amended) | <u>FYE 4/30/2024*</u> (original, proposed) |
|---|--------------------------------|------------------------------------|---|
| FUNDS AVAILABLE: | | | |
| - Cash on Hand (Beginning of Fiscal Year) | \$ 247,934.44 | \$ 247,934.44 | \$ 78,351.59 |
| ESTIMATED REVENUE: | | | |
| - Interest Earned on District Bank Accounts | | | |
| - 1% CID Sales Tax (effective 10/1/2020)^ | \$ 214,742.93 | \$ 215,000.00 | \$ 171,556.55 |
| - Special Assessments | \$ - | \$ - | \$ - |
| - Developer Advances | \$ - | \$ - | \$ - |
| TOTAL ESTIMATED FUNDS AVAILABLE & REVENUE: | \$ 462,677.37 | \$ 462,934.44 | \$ 249,908.14 |
| ESTIMATED EXPENDITURES: | | | |
| - D&O Insurance for Board of Directors | \$ - | \$ - | \$ - |
| - Legal Fees | \$ 2,880.91 | \$ - | \$ - |
| - Administrative Costs (KCMO fee - Abbie added this line) | \$ 1,000.50 | \$ - | \$ - |
| - Repayment of Developer Advances ^^ | | | |
| <input type="checkbox"/> See attached Certification of CID Project Costs for Detailed Breakdown of Expenses | \$ 420,000.00 | \$ 440,000.00 | \$ 225,000.00 |
| <input type="checkbox"/> TOTAL ESTIMATED EXPENDITURES: | \$ 423,881.41 | \$ 440,000.00 | \$ 225,000.00 |
| FUNDS AVAILABLE: | | | |
| - Cash on Hand End of Fiscal Year | \$ 38,795.96 | \$ 22,934.44 | \$ 24,908.14 |

* Estimated values.

^ The Hotel opened on October 1, 2020. Construction of the Office Building is currently on hold.

^^ The terms of the repayment of Developer Advances, including interest thereon, is addressed in the Reimbursement Agreement by and between the District and Developer.

HISTORIC KANSAS CITY CLUB COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2024-1

**APPROVING THE MINUTES OF THE MARCH 23, 2023
ANNUAL BOARD OF DIRECTORS MEETING**

WHEREAS, the Board of Directors of the Historic Kansas City Club Community Improvement District (the "Board") conducted a Special Board of Directors meeting on March 23, 2023; and

WHEREAS, minutes of such meeting have been prepared and circulated to members of the Board;
and

WHEREAS, the Board wishes to formally acknowledge its review of such minutes, and to approve such minutes.

NOW, THEREFORE, BE IT RESOLVED, that the minutes of the Board of Directors meeting held on March 23, 2023 are attached hereto as Exhibit A and shall be and are hereby approved in all respects.

PASSED, by the Board of Directors of the Historic Kansas City Club Community Improvement District on March 20, 2024.



Ryah Anderson, Executive Director

Exhibit A

March 23, 2023 Meeting Minutes

THE HISTORIC KANSAS CITY CLUB COMMUNITY IMPROVEMENT DISTRICT MINUTES OF THE MARCH 23, 2023 ANNUAL MEETING

An annual meeting of the Board of Directors was held on March 23, 2023 at 1:30 p.m., at Polsinelli PC, 900 W. 48th Place, Suite 900, Kansas City, MO 64112, pursuant to notice duly given.

The following members of the Board were present: Ryan Anderson, Evan Welsh, Mike Jenkins and Jennifer Metz (Board Member Terry Anderson was absent). Also present was Amy Grant, Paralegal with Polsinelli PC, legal counsel for the District.

After determining that a majority of the Board Members were present and a quorum was recognized, the meeting was commenced.

The following Resolutions were addressed by the Board as follows:

1. Resolution No. 2023-1, approving the minutes of the March 10, 2022 board meeting. After discussion a motion to approve was made by Evan Welsh, seconded by Jennifer Metz, and was approved by the Board.
2. Resolution No. 2023-2, appoint officers of the District. Ryan Anderson is appointed as Executive Director/Chairman and Terry Anderson is appointed as Secretary/Treasurer. After discussion a motion to approve was made by Evan Welsh, seconded by Jennifer Metz, and was approved by the Board.
3. Resolution No. 2023-3, adopt budget for FYE April 30, 2024 and appropriation of funds. After discussion a motion to approve was made by Evan Welsh, seconded by Jennifer Metz, and was approved by the Board.
4. Resolution No. 2023-4, adopt an amended budget for FYE April 30, 2023 and appropriation of funds. After discussion a motion to approve was made by Evan Welsh, seconded by Jennifer Metz, and was approved by the Board.
5. Resolution No. 2023-5, authorize preparation and submittal of FYE 4/30/2023 Annual Report to City Clerk, Department of Economic Development, Department of Revenue and State Auditor. After discussion a motion to approve was made by Evan Welsh, seconded by Jennifer Metz, and was approved by the Board.
6. Resolution No. 2023-6, authorize preparation and submittal of FYE 4/30/2023 Financial Report to State Auditor. After discussion a motion to approve was made by Evan Welsh, seconded by Jennifer Metz, and was approved by the Board.

There being no other business before the Board, the meeting was adjourned.

Respectfully submitted,


Terry Anderson, Secretary

HISTORIC KANSAS CITY CLUB COMMUNITY IMPROVEMENT DISTRICT
RESOLUTION OF THE BOARD OF DIRECTORS
RESOLUTION NO. 2024-2
APPOINT OFFICERS OF THE DISTRICT

WHEREAS, the Bylaws of the Historic Kansas City Club Community Improvement District (the "District") require the District's Board of Directors to annually appoint a chairman, executive director, secretary, treasurer and such other officers or employees as it deems necessary;

WHEREAS, the Board of Directors of the District desires to appoint a chairman, secretary, treasurer and executive director as the officers of the District in accordance with the Bylaws; and

WHEREAS, the chairman, secretary, treasurer and executive director shall have the powers and duties described in the Bylaws.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE HISTORIC KANSAS CITY CLUB COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

1. Ryan Anderson is appointed Executive Director/Chairman of the District.
2. Terry Anderson is appointed Secretary/Treasurer of the District.
3. Each officer of the District shall exercise those powers and perform those duties as set forth in the Bylaws of the District.
4. This Resolution shall take effect immediately.

PASSED, by the Board of Directors of the Historic Kansas City Club Community Improvement District on March 20, 2024.



Ryan Anderson, Executive Director

HISTORIC KANSAS CITY CLUB COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2024-3

APPROVE A BUDGET FOR FYE 4/30/2025 AND APPROPRIATE FUNDS

WHEREAS, the Historic Kansas City Club Community Improvement District (the "District") is required to adopt an annual budget for the operation of the District;

WHEREAS, the District submitted to the City the proposed annual budget for FYE 4/30/2025, which is attached hereto as Exhibit A; and

WHEREAS, the Board of Directors desires to approve a budget for FYE 4/30/2025 and appropriate funds for payment of the District's expenses.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE HISTORIC KANSAS CITY CLUB COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

1. The District hereby adopts a Budget for the District's FYE 4/30/2025, which attached hereto as Exhibit A and authorizes appropriation of funds in accordance therewith.
2. This Resolution shall take effect immediately.

PASSED, by the Board of Directors of the Historic Kansas City Club Community Improvement District on March 20, 2024.



Ryan Anderson, Executive Director

EXHIBIT A
FYE 4/30/2025 BUDGET

**Proposed Budget for
Historic Kansas City Club
Community Improvement District
Fiscal Year Ending April 30, 2025**

Date of Budget Submittal: January 30, 2023
District Point of Contact Information: Polsinelli PC c/o Amy Grant
(816) 753-1000
agrant@polsinelli.com

BUDGET MESSAGES:

The purpose of the District is to provide funding for demolition and the construction of certain improvements and the provision of certain services within the District's boundaries. The improvements initially contemplated include demolition of existing structures, site work, grading, infrastructure improvements, parking improvements/structures, additional improvements/structures, utility improvements, right-of-way improvements, landscaping, lawns, and trees, as well as any other improvements (the "Improvements") or services (the "Services") permitted by the CID Act. It is intended that the Improvements will remediate existing blighting conditions within the District to bring it to its highest and best use. The particular items included within the Improvements may be modified from those listed herein from time to time, and the costs of the Improvements to be financed by the District shall include all associated design, architecture, engineering, financing costs incurred to finance such Improvements, legal and administrative costs of same. The District may also provide funding for the District's formation and its ongoing operation and administration costs on an annual basis.

The Historic Kansas City Club Community Improvement District was formed as a political subdivision of the State of Missouri on May 14, 2020 by the City of Kansas City, Missouri. The District was formed for the purpose of undertaking certain improvements and services within the District and to use or make available its revenue to pay the costs thereof, including without limitation debt service on any notes, bonds or other obligations issued and outstanding from time to time to finance all or any of such costs. The District's sources of revenue are: (a) 1% sales tax, the collection of the CID sales tax will commence on October 1, 2020; and (b) levy of special assessments, which have not yet commenced.

Services are expected to including cleaning, maintenance, and other services with the District and other services the District may provide or cause to be provided under Section 67.1461 of the CID Act. No such services are expected during the first five years of the District.

HISTORIC KANSAS CITY CLUB COMMUNITY IMPROVEMENT DISTRICT

FYE 4/30/2025 BUDGET

| | | <u>FYE 4/30/2025*</u> (proposed) |
|---|-----------|-------------------------------------|
| FUNDS AVAILABLE: | | |
| - Cash on Hand (Beginning of Fiscal Year) | \$ | 25,000.00 |
| ESTIMATED REVENUE: | | |
| - Interest Earned on District Bank Accounts | \$ | - |
| - 1% CID Sales Tax (effective 10/1/2020)^ | \$ | 200,000.00 |
| - Special Assessments | \$ | - |
| - Developer Advances | \$ | 5,000.00 |
| TOTAL ESTIMATED FUNDS AVAILABLE & REVENUE: | <u>\$</u> | <u>230,000.00</u> |
| ESTIMATED EXPENDITURES: | | |
| - Legal Fees | \$ | 5,000.00 |
| - Services | \$ | - |
| - Repayment of Developer Advances ^^ | | |
| See attached Certification of CID Project Costs for Detailed Breakdown of Expenses | \$ | 200,000.00 |
| TOTAL ESTIMATED EXPENDITURES: | <u>\$</u> | <u>205,000.00</u> |
| FUNDS AVAILABLE: | | |
| - Cash on Hand End of Fiscal Year | \$ | 25,000.00 |

* Estimated values.

^ The Hotel opened on October 1, 2020. Construction of the Office Building is currently on hold.

^^ The terms of the repayment of Developer Advances, including interest thereon, is addressed in the Reimbursement Agreement by and between the District and Developer.

HISTORIC KANSAS CITY CLUB COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2024-4

APPROVE AN AMENDED BUDGET FOR FYE 4/30/2024 AND APPROPRIATE FUNDS

WHEREAS, the Developer has prepared an amended budget for FYE 4/30/2024 to reflect revised estimated revenues and expenditures for said fiscal year; and

WHEREAS, the Board of Directors desires to approve the amended budget for FYE 4/30/2024 and appropriate funds for payment of the District's expenses.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE HISTORIC KANSAS CITY CLUB COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

1. The District hereby adopts an amended budget for the District's FYE 4/30/2024, which attached hereto as **Exhibit A** and authorizes appropriation of funds in accordance therewith.
2. This Resolution shall take effect immediately.

PASSED, by the Board of Directors of the Historic Kansas City Club Community Improvement District on March 20, 2024.



Ryan Anderson, Executive Director

EXHIBIT A
FYE 4/30/2024 AMENDED BUDGET

HISTORIC KANSAS CITY CLUB COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2024-5

**AUTHORIZE PREPARATION AND SUBMITTAL OF FYE 4/30/2024 ANNUAL REPORT
TO CITY CLERK AND DEPARTMENT OF ECONOMIC DEVELOPMENT**

WHEREAS, State law requires that the District state the services provided, revenues collected, and expenditures made by the District during the most recently completed fiscal year, and that the District attach the written resolutions approved by the District's Board of Directors during that period under Section 67.1471.4, RSMo.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF
THE HISTORIC KANSAS CITY CLUB COMMUNITY IMPROVEMENT DISTRICT, AS
FOLLOWS:**

1. The District hereby directs its legal counsel, Polsinelli PC, to prepare and provide a copy of the FYE 4/30/2024 Annual Report to the Executive Director and Treasurer of the District at its earliest opportunity.
2. To the extent that changes to the Annual Report may be required, the District authorizes the Executive Director and Treasurer to review and approve such changes on behalf of the District
3. If Polsinelli PC does not receive any comments from any of the above-referenced parties within the earlier of 15 days after the report is delivered or the statutory due date for such report, the report shall be deemed approved and the District authorizes Polsinelli PC to submit such report to the City Clerk and Missouri Department of Economic Development on its behalf.
4. This Resolution shall take effect immediately.

PASSED, by the Board of Directors of the Historic Kansas City Club Community Improvement District on March 20, 2024.



Ryan Anderson, Executive Director

HISTORIC KANSAS CITY CLUB COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2024-6

**AUTHORIZE PREPARATION AND SUBMITTAL OF
FYE 4/30/2024 ANNUAL REPORT TO STATE AUDITOR**

WHEREAS, State law requires the District to file a financial report with the State Auditor's Office each year under Section 105.145, RSMo, and 15 CSR 40-3.030.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE HISTORIC KANSAS CITY CLUB COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

1. The District hereby directs its legal counsel, Polsinelli PC, to prepare and provide a copy of the FYE 4/30/2024 Annual Report to the Executive Director and Treasurer of the District at its earliest opportunity.
2. To the extent that changes to the Annual Report may be required, the District authorizes the Executive Director and Treasurer to review and approve such changes on behalf of the District
3. If Polsinelli PC does not receive any comments from any of the above-referenced parties within the earlier of 15 days after the report is delivered or the statutory due date for such report, the report shall be deemed approved and the District authorizes Polsinelli PC to submit such report to the State Auditor on its behalf.
4. This Resolution shall take effect immediately.

PASSED, by the Board of Directors of the Historic Kansas City Club Community Improvement District on March 20, 2024.



Ryan Anderson, Executive Director

HISTORIC KANSAS CITY CLUB COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2024-7

NOMINATE SUCCESSOR DIRECTORS

WHEREAS, The Historic Kansas City Club Community Improvement District (the "District") established on May 25, 2018, by Ordinance No. 80374 of the City Council of Kansas City, Missouri, is a political subdivision of the State of Missouri and is transacting business and exercising powers granted to it pursuant to the Community Improvement District Act, Section 67.1404 through 67.1571 of the RSMO, as amended (the "CID Act");

WHEREAS, the CID Act and the Petition provides for the Mayor to appoint Successor Directors of the CID, with the consent of the City Council;

WHEREAS, Ryan Anderson and Terry Anderson's current 4-year terms expired on March 4, 2024. In accordance with the CID Act, successor directors shall serve a four (4) year term or until his/her successor is appointed; and

WHEREAS, the CID's Board of Directors hereby submits to the Mayor nominations for Successor Directors, in accordance with the qualifications set forth in the Petition.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE HISTORIC KANSAS CITY CLUB COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

Section 1. The Board of Directors hereby submits to the Mayor and the City Council the following nominees to serve as Successor Directors of the CID:

- (a) Ryan Anderson, to serve a new four-year term, with the term commencing on March 20, 2024 and expiring on March 19, 2028.
- (b) Terry Anderson, to serve a new four-year term, with the term commencing on March 20, 2024 and expiring on March 19, 2028.

PASSED, by the Board of Directors of the Historic Kansas City Club Community Improvement District on March 20, 2024.



Ryan Anderson, Executive Director