

ANNUAL REPORT FOR
HISTORIC KANSAS CITY CLUB COMMUNITY
IMPROVEMENT DISTRICT (the "District")
FOR FISCAL YEAR ENDING APRIL 30, 2022

SECTION I

Date: August 26, 2022

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 4/30/2022.

SECTION III

BOARD MEMBERS AS OF DATE OF MOST RECENT ANNUAL MEETING:

Ryan Anderson

Mike Jenkins

Terry Anderson

Jennifer Metz

Evan Welsh

SECTION IV

See attached, final budget for FYE 4/30/2022

SECTION V

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

Resolution #	Resolution
2022-1	Approve Minutes of 3/9/2021 Board Meeting
2022-2	Appoint Officers of the District
2022-3	Adopt Budget for FYE 4/30/2023 and appropriate funds
2022-4	Accept resignation and elect interim director
2022-5	Nominate Successor Directors
2022-7	Authorize Preparation and Submittal of FYE 4/30/2022 Annual Report to City Clerk and DED
2022-7	Authorize Preparation and Submittal of FYE 4/30/2022 Annual Report to State Auditor

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](mailto:redvelopment@ded.mo.gov)

City Clerk
25th Floor, City Hall
414 E. 12th Street
Kansas City, MO 64106
Phone: (816) 513-6401
Fax: (816) 513-3353
[Email: Marilyn.Sanders@kcmo.or](mailto:Marilyn.Sanders@kcmo.or)

HISTORIC KANSAS CITY CLUB COMMUNITY IMPROVEMENT DISTRICT

FYE 4/30/2022 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%

	<u>FYE 4/30/2022</u>
	(actual)
FUNDS AVAILABLE:	
- Cash on Hand (Beginning of Fiscal Year)	\$ 11,405.36
ESTIMATED REVENUE:	
- Interest Earned on District Bank Accounts	\$ -
- CID Sales Tax (1% effective 10/1/2020)^	\$ 93,944.09
- Special Assessments	\$ -
- Developer Advances	\$ -
TOTAL ESTIMATED FUNDS AVAILABLE & REVENUE:	\$ 105,349.45
ESTIMATED EXPENDITURES:	
- Administrative Costs (e.g., legal fees, insurance, etc.)**	\$ -
- Repayment of Developer Advances (principal and interest)^	\$ -
- TOTAL ESTIMATED EXPENDITURES:	\$ -
FUNDS AVAILABLE:	
- Cash on Hand End of Fiscal Year	\$ 105,349.45

* Estimated values.

** Administrative Costs for FYE 4/30/2021 will include legal fees associated with formation of the District

^ 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. 2022-1

APPROVING THE MINUTES OF THE MARCH 9, 2021
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 9, 2021; 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 9, 2021 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 10, 2022.



Ryan Anderson, Executive Director

Exhibit A

March 9, 2021 Meeting Minutes
[See attached]

**THE HISTORIC KANSAS CITY CLUB COMMUNITY IMPROVEMENT DISTRICT
MINUTES OF THE MARCH 9, 2021 ANNUAL MEETING**

An annual meeting of the Board of Directors was held on March 9, 2021 at 11:30 a.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, and Jennifer Metz (Board Members Terry Anderson and Lindsay Lewis were absent). Also present were Roxsen Koch and Amy Grant, Polsinelli PC, legal counsel for the District.

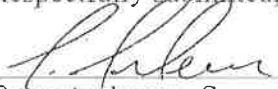
After determining that a majority of the Board Members were present and a quorum was recognized, the meeting was commenced.

The following Resolutions were addressed by the Board as follows:

1. Resolution No. 2021-1, approving the minutes of the July 28, 2020 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. 2021-2, 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. 2021-3, adopt budget for FYE April 30, 2022. Roxsen Koch explained the timing and process to implement the Special Assessments for the hotel piece. Evan Welsh stated that the purpose of the Special Assessments for both the hotel and the office/garage development was to help fund the construction of the office/garage portion of the project and that the Board does not want to commence collection of any Special Assessment in tax year 2021 After discussion a motion to approve was made by Evan Welsh, seconded by Jennifer Metz, and was approved by the Board
4. Resolution No. 2021-4, authorize preparation and submittal of FYE 4/30/2021 Annual Report to City Clerk and Department of Economic Development. After discussion a motion to approve was made by Evan Welsh, seconded by Jennifer Metz, and was approved by the Board.
5. Resolution No. 2021-5, authorize preparation and submittal of FYE 4/30/2021 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.
6. Resolution No. 2021-6, certifying project costs. 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. 2022-2
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 10, 2022.



Ryan Anderson, Executive Director

HISTORIC KANSAS CITY CLUB COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2022-3

APPROVE A BUDGET FOR FYE 4/30/2023 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 4/30/2023, which is attached hereto as **Exhibit A**; and

WHEREAS, the Board of Directors desires to approve a budget for FYE 4/30/2023 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 4/30/2023, 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 10, 2022.



Ryan Anderson, Executive Director

EXHIBIT A

FYE 4/30/2023 BUDGET

**HISTORIC KANSAS CITY CLUB
COMMUNITY IMPROVEMENT DISTRICT**

FYE 4/30/2023 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.

	<u>FYE 4/30/2023*</u> (proposed)		<u>FYE 4/30/2022*</u> (proposed)		<u>FYE 4/30/2021</u> (actual)
FUNDS AVAILABLE:					
- Cash on Hand (Beginning of Fiscal Year)	\$ 46,405.36	\$	11,405.36	\$	-
ESTIMATED REVENUE:					
- Interest Earned on District Bank Accounts	\$ -	\$	-	\$	0.61
- CID Sales Tax (1% effective 10/1/2020) [^]	\$ 143,002.14	\$	80,000.00	\$	11,304.75
- Special Assessments	\$ -	\$	-	\$	-
- Developer Advances	\$ -	\$	-	\$	100.00
TOTAL ESTIMATED FUNDS AVAILABLE & REVENUE:	<u>\$ 189,407.50</u>	\$	<u>91,405.36</u>	\$	<u>11,405.36</u>
ESTIMATED EXPENDITURES:					
- Administrative Costs (e.g., legal fees, insurance, etc.) ^{**}	\$ 20,000.00	\$	20,000.00	\$	-
- Repayment of Developer Advances (principal and interest) ^{^^}	<u>\$ 150,000.00</u>	\$	<u>25,000.00</u>	\$	-
TOTAL ESTIMATED EXPENDITURES:	<u>\$ 170,000.00</u>	\$	<u>45,000.00</u>	\$	-
FUNDS AVAILABLE:					
- Cash on Hand End of Fiscal Year	\$ 19,407.50	\$	46,405.36	\$	11,405.36

* Estimated values.

** Administrative Costs for FYE 4/30/2021 will include legal fees associated with formation of the District.

[^] 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. 2022-4

ACCEPT RESIGNATION AND ELECT INTERIM DIRECTOR

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 the City 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"); and

WHEREAS, the CID Act and Article III, Section 3 of the Bylaws provides that in the event of a vacancy on the Board prior to the expiration of a directors' term, the remaining directors shall elect an interim director to fill the vacancy for the unexpired term.

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 accepts Lindsay Lewis' resignation as Director and elects Mike Jenkins to serve as interim director (term will expire on 7/8/2022).
2. This Resolution shall take effect immediately.

PASSED, by the Board of Directors of the Historic Kansas City Club Community Improvement District on March 10, 2022.



Ryan Anderson, Executive Director

HISTORIC KANSAS CITY CLUB COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2022-5

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 the City 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”); and

WHEREAS, the CID Act and Article III, Section 3 of the Bylaws provides that successor directors shall be appointed by the Mayor with the consent of the City Council by resolution according to a slate submitted by the Board to the City Clerk.

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

3. The District hereby nominates Evan Welsh to serve a new four-year term as a Property Owner Representative (term will expire on 3/4/2026).
4. The District hereby nominates Mike Jenkins to serve a new four-year term as a Property Owner Representative (term will expire on 7/28/2026).
5. The District hereby nominates Jennifer Metz to serve a new four-year term as a Property Owner Representative (term will expire on 7/28//2026).
6. This Resolution shall take effect immediately.

PASSED, by the Board of Directors of the Historic Kansas City Club Community Improvement District on March 10, 2022.



Ryan Anderson, Executive Director

HISTORIC KANSAS CITY CLUB COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2022-6

**AUTHORIZE PREPARATION AND SUBMITTAL OF
FYE 4/30/2022 ANNUAL REPORT TO CITY CLERK AND DED**

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 4/30/2022 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 10, 2022.



Ryan Anderson, Executive Director

HISTORIC KANSAS CITY CLUB COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2022-7

**AUTHORIZE PREPARATION AND SUBMITTAL OF
FYE 4/30/2022 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 4/30/2022 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 10, 2022.



Ryan Anderson, Executive Director