

August 27, 2020

***VIA REGULAR & ELECTRONIC MAIL***  
***Marilyn.Sanders@kcmo.org***

Ms. Marilyn Sanders, City Clerk  
City of Kansas City Missouri  
414 E. 12<sup>th</sup> Street, 25<sup>th</sup> Floor  
Kansas City MO 64106

***VIA REGULAR & ELECTRONIC MAIL***  
***missouridevelopment@ded.mo.gov***

Missouri Dept of Economic Development  
ATTN: CID Annual Report  
301 West High Street; P.O. Box 118  
Jefferson City MO 65102

**Re: 801 Westport Road Commons Community Improvement District**

In accordance with § 67.1471.4 RSMo, the Annual Report for FYE April 30, 2020 is enclosed.

If you have any questions, please contact me.

Very truly yours,



Christopher M. Mattix

CMM:bmz  
Enclosures

cc: City Planning & Development (via e-mail w/encs. [planning@kcmo.org](mailto:planning@kcmo.org))  
Ms. Becky Ziegler (w/encs.)

{33418 / 69362; 889873. }

# **801 WESTPORT ROAD COMMONS COMMUNITY IMPROVEMENT DISTRICT**

## **ANNUAL REPORT FOR FISCAL YEAR ENDING APRIL 30, 2020**

### **SECTION I – GENERAL INFORMATION**

**Effective Date:** April 30, 2019

**Contact Information:**

Christopher M. Mattix, Esq.  
Rouse Frets White Goss Gentile Rhodes, PC  
4510 Belleview Avenue # 300, Kansas City MO 64111  
816-753-9200; [cmattix@rousepc.com](mailto:cmattix@rousepc.com)

**Political Subdivision or Not for Profit:**

Political Subdivision

**Date and Ordinance No:**

May 16, 2019; Ordinance No. 190375

### **SECTION II – PURPOSES AND SERVICES PERFORMED DURING FISCAL YEAR**

District was formed for the purpose of providing funding for removal of blight, including the demolition, removal, renovation, reconstruction or rehabilitation of portions of buildings and related improvements, and constructing improvements, structures and interior spaces within the boundaries of the District.

### **SECTION III – BOARD OF DIRECTORS**

Doug Gamble, Debbie James, Charles James, Amy Gamble, Dick Bryant

### **SECTION IV – REVENUE AND EXPENSES**

Fiscal year end financials are not completed. The MO Local Government Financial Statement FY 4/30/20 will be submitted to the MO State Auditor by the required due date of October 31, 2020, at which time a copy of the Financial Statement will be provided to the City of Kansas City, MO and the MO Dept of Economic Development.

### **SECTION V – RESOLUTIONS ADOPTED DURING FISCAL YEAR (copies attached)**

Resolution 2019:01  
Resolution 2019:02  
Resolution 2019:03  
Resolution 2019:04  
Resolution 2019:05  
Resolution 2019:06  
Resolution 2020:01

**801 WESTPORT ROAD COMMUNITY IMPROVEMENT DISTRICT**

**Resolution 2019:01**

***Electing Officers and Appointing Records Custodian***

**Adopted May 30, 2019**

WHEREAS, by Ordinance No. 190375 ("Creation Ordinance"), adopted on May 16, 2019, and pursuant to the Community Improvement District Act, Sections 67.1401 *et seq.*, RSMo ("Act"), the City Council of the City of Kansas City, Missouri ("Council") approved the Petition for Establishment of the 801 Westport Road Community Improvement District ("Petition"), thereby creating the 801 Westport Road Community Improvement District ("District") in accordance with the Act; and

WHEREAS, the Board of Directors of the District desires to elect a chairman, vice chairman, secretary, and treasurer to act as officers for and on behalf of the District;

THEREFORE, BE IT RESOLVED, that the following persons are hereby duly elected as the officers for the District and are authorized to serve until their successors are duly elected:

Chairman: Doug GAMBLE

Vice Chair: Dick Bryant

Secretary: Becky Ziegler

Treasurer: Mike LAWSKY

RESOLVED FURTHER, that Becky Ziegler is appointed as the District's Records Custodian.

  
Chairman

ATTEST:

Becky Ziegler  
Secretary

**801 WESTPORT ROAD COMMUNITY IMPROVEMENT DISTRICT**

**Resolution No. 2019:02**  
***Approving Administrative Matters***  
**Adopted May 30, 2019**

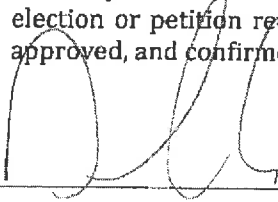
WHEREAS, by Ordinance No. 190375 ("Creation Ordinance"), adopted on May 16, 2019, and pursuant to the Community Improvement District Act, Sections 67.1401 *et seq.*, RSMo ("Act"), the City Council of Kansas City, Missouri ("Council") approved the Petition for Establishment of the 801 Westport Road Community Improvement District ("Petition"), thereby creating the 801 Westport Road Community Improvement District ("District") in accordance with the Act; and

WHEREAS, the Board of Directors of the District ("Directors") desire to approve certain administrative matters relating to the operations of the District;

THEREFORE, BE IT RESOLVED THAT:

1. Robert's Rules of Order is adopted for the conduct of all meetings of the Board of Directors.
2. Rouse Frets White Goss Gentile Rhodes, P.C., a Missouri professional corporation, is selected as legal counsel for the District ("Counsel").
3. Baker Tilly Virchow Krause, LLP ("Baker Tilly") is selected as certified public accountants for the District for preparation of annual financial statements ("Accountants").
4. As required by RSMo §§67.1401 *et seq.* ("CID Act"), the District's fiscal year shall be the same as the City of Kansas City, Missouri, which at the time of the District's establishment is May 1 to April 30.
5. District's official address shall be Rouse Frets White Goss Gentile Rhodes, P.C., 4510 Belleview Avenue, Suite 300, Kansas City, MO 64111.
6. Counsel or appropriate officers of the District shall obtain a Federal Identification Number ("FEIN") from the Internal Revenue Service.
7. District shall be authorized to open one or more bank accounts in the name of the District.
8. Accountants shall be directed to prepare and submit to the Board an annual budget as required under the CID Act for the Board's review and approval.
9. District shall be authorized and directed to obtain quotes for the purchase of director's and officer's liability insurance.
10. Bylaws for the District shall be adopted in substantially the form attached hereto as **EXHIBIT A**.
11. The District's policy regarding Sole Source Purchasing and Procurement of Professional Services is adopted in substantially the form attached hereto as **Exhibit B**.

12. The District's Sunshine Law Policy is adopted in substantially the form attached hereto as Exhibit C.
13. The District's Prevailing Wage and Work Procurement Policy is adopted in substantially the form attached hereto as Exhibit D.
14. Records of the District shall be substantially maintained in accordance with the policies and standards promulgated by the State Records Commission of the State of Missouri.
15. The actions taken by or on behalf of the District prior to its formation and the actions taken by or on behalf of the District prior to the date of this Resolution in connection with implementation of the District's funding sources, including but not limited to any election or petition required for approval of such funding sources, are hereby ratified, approved, and confirmed.



Chairman

ATTEST:



Secretary

## Exhibit A

## **801 WESTPORT ROAD COMMUNITY IMPROVEMENT DISTRICT**

### **BYLAWS**

**Adopted by the Board of Directors on May 30, 2019**

#### **ARTICLE I: DEFINED TERMS**

- Section 1.1 Board. The Board of Directors of the District, the governing body of the District.
- Section 1.5 City Council. The City Council of the City, the governing body of the City.
- Section 1.2 CID Act. Sections 67.1401 to 67.1571, RSMo, as may be amended from time to time.
- Section 1.3 City. The City of Kansas City, Missouri.
- Section 1.4 City Clerk. The Clerk of the City.
- Section 1.6 Director. Members of the Board of Directors individually or collectively as the context may provide.
- Section 1.7 District. The 801 Westport Road Community Improvement District, a political subdivision created pursuant to Sections 67.1401 to 67.1571 of the Revised Statutes of Missouri ("RSMo"), and formed by the City of Kansas City, Missouri by Ordinance No. 190375 passed May 16, 2019.
- Section 1.8 Initial Directors. The initial Directors set forth in the Petition.
- Section 1.9 Mayor. The Mayor of the City.
- Section 1.10 Operator. An owner of a business operating within the District or a legally authorized representative of such owner.
- Section 1.11 Owner. An owner of real property within the District or a legally authorized representative of such owner.
- Section 1.12 Petition. That certain Petition for Establishment of the 801 Westport Road Community Improvement District, as approved by the City through passage of Ordinance No. 8557.
- Section 1.13 Sunshine Law. Section 610.010 to 610.200, RSMo, governing meetings of public governmental bodies including the Board, as now or hereafter amended.
- Section 1.14 Undefined Terms. Any term undefined by this Article shall have the same meaning as such term is given under the CID Act, if defined therein.

#### **ARTICLE II: OFFICES AND RECORDS**

- Section 2.1 Principal Office. The principal office of the District shall be located at the law offices of Rouse Frets White Goss Gentile Rhodes, P.C., a Missouri professional corporation, 4510 Belleview, Suite 300, Kansas City, MO 64111. The District may have such other offices as the business of the District may require from time to time, located at such place or places as may be designated by the Board.

Section 2.2     Records. The District shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of the Board. The District shall keep at its principal office a record of the name and address of each Director.

### **ARTICLE III: BOARD OF DIRECTORS**

Section 3.1     General Powers. The business and affairs of the District shall be managed by, or under the direction of, the Board, and the District shall have all of the powers set forth in the CID Act except as may be limited by the Petition or Ordinance No. 8557.

Section 3.2     Number. The Board shall consist of five (5) Directors.

Section 3.3     Qualifications. Each Director shall meet the following requirements:

- A.     Be at least 18 years of age;
- B.     Be a Missouri resident for at least one year prior to taking office and as long as required by the Missouri Constitution or by state statute;
- C.     Be either an Owner or an Operator; and
- D.     Except for the Initial Directors named in the Petition, be nominated according to a slate submitted by the Board to the Mayor and the City Council according to the nominating process set forth in the Petition.

Section 3.4     Terms. The initial Directors named in the Petition shall serve for the terms set out opposite their names or until their successor is elected or appointed in accordance with the Petition and the CID Act, whichever occurs later, and their successors shall serve for four-year terms or until their successor is elected or appointed in accordance with the Petition, whichever occurs later. In the event for any reason a Director is not able to serve his or her full term ("Exiting Director"), any vacancy to the Board shall be filled by the appointment of a director ("Interim Director") as provided in the CID Act.

Section 3.5     Successor Directors. *Successor Directors, whether to serve a new term or to fill a vacancy on the Board not filled by an Interim Director, shall be elected by the District for four-year terms.*

Section 3.6     Regular Meetings. The Board shall hold regular meetings at such time, date and location as may from time to time be determined by the Directors, one of which regular meeting shall be the District's annual meeting, which may be held during the month of May and on such days and at such times as shall be fixed from time to time by the Chairman or at such other time or place as may be agreed by a majority of the Board.

Section 3.7     Special Meetings. The Chairman or any two (2) Directors may call special meetings of the Board and may fix the time and place of the holding of such meetings, which shall be held for the purpose of transacting any business designated in the notice of the special meeting, or as permitted by Section 3.6.

Section 3.8     Notices.

A.     Notice to Directors.

(1)     Annual and Regular Meetings. Written or printed notices of meetings of the Board, whether specifically required by the CID Act, the Sunshine Law



or any other Missouri statute regulating meetings of public governmental bodies, the definition of which includes the Board, shall be delivered personally, by mail, by electronic mail, or by fax to each Director at least twenty-four (24) hours prior to each scheduled meeting.

(2) Special Meetings. Notice of a special meeting shall be delivered personally, by mail, by electronic mail, or by fax to each Director at least two (2) days prior to the date of such special meeting. At such special meeting no business shall be considered other than as designated in the notice; however, if all of the Directors are present at a special meeting, any item of business, whether or not designated in the notice, may be transacted with their unanimous consent.

If mailed, the notice of a meeting given to a Director shall be deemed to be delivered when deposited in the United States mail, addressed to the Director at the address on the records of the District, with postage thereon prepaid.

Notwithstanding any of the foregoing, the presence of any Director either in person or by electronic means (e.g., teleconference, telephone, web cast) shall be deemed as a waiver of any objection to a lack of notice pursuant to this section, unless such presence is for the sole purpose of raising such objection and any Director may, by mail, fax or electronic mail, waive any notice required hereunder.

B. Notice to the Public. Notice of the time, date and place of each meeting of the Board, its tentative agenda, and whether any portion of the meeting will be closed shall be given to the public at least twenty-four (24) hours in advance of the meeting time, exclusive of weekends and holidays, in a manner reasonably calculated to advise the public of the matters to be considered and in compliance with the Sunshine Law. If the Board proposes to hold a closed meeting, closed portion of a public meeting, or closed vote, the notice shall state the reason for holding such closed meeting, closed portion of a public meeting, or closed vote by reference to the specific exception allowed pursuant to the Sunshine Law.

Section 3.9 Special Circumstances. When it is necessary to hold a meeting of the Board on less than twenty-four (24) hours notice, at a place that is not reasonably accessible to the public, or at a time that is not reasonably convenient to the public, the nature of the good cause justifying departure from the normal requirements shall be stated at the beginning of the meeting and records in the minutes.

Section 3.10 Quorum. A majority of the members of Directors serving at the time of any meeting shall constitute a quorum for the transaction of business at such meeting. If a quorum shall not be present at any such meeting, a majority of the Directors then present shall have the power to adjourn the meeting, without notice other than announcement at the meeting, to a specified date. At any such adjourned meeting at which a quorum shall be present any business may be transacted which could have been transacted at the original session of the meeting.

Section 3.11 Action. The concurrence of the majority of the Directors present in any meeting at which a quorum is present shall bind the District.

Section 3.12 Telephone/Electronic Participation in Meetings. To the extent permitted by the Sunshine Law, Directors may participate in a Board meeting by telephone or other electronic means so long as all persons participating in the meeting can hear one another, and a location has been identified in the notice of the meeting at which members of the public shall be allowed to observe and attend the

public meeting so that the requirements of the Sunshine Law are met. Participation by a Director in Board meetings by telephone or other electronic means shall constitute the Director's presence in person at the meeting and any Director participating in this manner shall be entitled to vote and will count for the purpose of determining whether a quorum is present.

Section 3.13 Manner of Voting. Votes by the Board shall be by voice vote unless the presiding officer shall direct or any Director shall demand a vote by roll call or by ballot, provided, however, that any votes taken during a closed meeting shall be taken by roll call. In the case of an abstention or a nay vote, the Director so abstaining or voting nay may be identified in the minutes of such meeting.

Section 3.14 Compensation. No Director shall receive compensation from the District for any services performed; provided, however, upon approval of the Board, Directors may receive reimbursement of reasonable and actual expenses incurred in the performance of their official duties as may be permitted by the CID Act.

#### ARTICLE IV: OFFICERS

Section 4.1 Officers. The officers of the District shall consist of Chairman, Vice Chairman, Secretary, Treasurer and such other offices as may from time to time be established by the Board. One or more offices may be filled by the same person.

Section 4.2 Election and Term of Office. At the meeting of the Board at which these Bylaws are adopted, the Board shall elect a Chairman, Vice Chairman, Secretary and Treasurer, who shall serve until such time as a new officer is elected by the Board. Such election shall occur upon the motion of any Director at or prior to any regular or special meeting, provided that, in the event no such election is called or conducted, all previously elected officers shall continue to hold their respective offices and the annual election shall be held as soon thereafter as convenient to the Board. Any officer duly elected may succeed himself. Each officer shall hold office until his successor shall be elected and qualified or until his death, resignation or removal as provided by these Bylaws. Other than the Chairman and Vice Chairman, no officer need be a member of the Board.

Section 4.3 Removal. Any officer or agent elected or appointed by the Board may be removed by it whenever, in its judgment, the best interests of the District will be served thereby.

Section 4.4 Vacancies. A vacancy in any office for any reason shall be filled by the Board at any meeting for the unexpired portion of the term of such officer.

Section 4.5 General Powers. The officers of the District shall have such powers as are usual and proper in the case of, and incident to, such offices, except insofar as such power and control is limited by these Bylaws, the Petition, by resolution of the Board or by the CID Act.

Section 4.6 Presiding Officer. The Chairman shall preside at all Board meetings, and in his absence, the Vice Chairman shall preside and in the absence of both, the Secretary shall preside unless the Secretary is not a Director and in which case the Treasurer shall preside.

Section 4.7 Duties of Officers.

A. Chairman. The Chairman shall have the following duties and powers:

(1) To execute contracts, agreements or other documents to the extent such documents are authorized by the Board.

(2) To direct and manage the day-to-day affairs of the District including, but not limited to, the conduct, management, hiring or termination of any employees, experts, consultants or professionals; and

(3) To perform any and all tasks necessary or incidental to the office of the Chairman or the effective management of the District.

B. Vice Chairman. The Vice Chairman shall have the following duties and powers:

(1) To assist, advise and consult with the Chairman as to the management of the day-to-day affairs of the District, and to carry out such management including but not limited to, the conduct, management, hiring or termination of any employees, experts, consultants or professionals;

(2) To execute contracts, agreements or other documents to the extent authorized by the Board;

(3) To perform any and all tasks necessary or incidental to the office of the Vice Chairman or the effective management of the District; and

(4) To perform the duties and carry out the powers of the Chairman when the Chairman is unavailable.

C. Secretary. The Secretary shall have the following powers and duties:

(1) Keep the minutes for the meetings of the Board as provided by law in one or more books provided for that purpose;

(2) Assure that all notices are properly given, in accordance with these Bylaws, the CID Act and as required by law;

(3) Be custodian of the seal of the District, if any;

(4) When necessary, assure that the seal of the District, if any, is affixed to all documents duly authorized for execution under seal on behalf of the District;

(5) Maintain the address and telephone number of each Director whose address and telephone number shall be furnished to the Secretary by such Director;

(6) Perform all duties incidental to the office of Secretary and such other duties as may be assigned to the Secretary by the Chairman or the Board; and

(7) Exercise such other duties as are from time to time delegated by the Board by resolution.

D. Treasurer. The Treasurer shall have the following powers and duties:

(1) Cause all money paid to the District from all sources whatsoever to be properly received;

(2) Cause all funds of the District to be deposited in such banks, trust companies or other depositories as shall be selected by the Board;

(3) Authorize, pursuant to Board direction, all orders and checks for the payment of money and shall cause the District's money to be paid out as directed by the Board;

(4) Assure that regular books of accounts are kept showing receipts and expenditures, and render to the Board, at each regular meeting (or more often when requested) an account of the District's transactions and also of the financial condition of the District;

(5) Perform all duties incidental to the office of Treasurer and such other duties as may be assigned to the Treasurer by the Chairman or the Board; and

(6) If required by the Board, the Treasurer shall give bond for the faithful discharge of his duties in such sum and with such surety or sureties as the Board shall determine. The costs, if any, of such bonds shall be paid by the District.

E. Additional Officers. The powers and duties of any additional officers shall be determined by the Board when creating such offices.

Section 4.8 Compensation. No officer who is a member of the Board shall receive any salary or other compensation for services rendered unless the same shall first be set by the Board and is in accordance with the CID Act or any other applicable law, provided that officers, upon approval of the Board, may be reimbursed for reasonable and actual expenses incurred in the performance of their official duties as may be permitted by the CID Act.

Section 4.9 Employees and Independent Contractors. The District may employ, or contract with any service provider for the services of technical experts and such other officers, agents and employees, permanent and temporary, as the District may require, and shall determine their qualifications and duties and, if they are employees of the District, their compensation. For such legal services as it may require, the District may retain its own counsel. The District may delegate to one or more of its agents or employees such powers or duties as it may deem proper.

Section 4.10 Executive Director. The District may employ an Executive Director to serve as the agent of the District to carry out and administer all administrative and contractual obligations of the District, including but not limited to, preparing and submitting the annual report pursuant to the CID Act and executing all other day-to-day functions of the District. The Executive Director may serve with or without compensation as the Board may determine, provided that, upon approval by the Board, the Executive Director may be reimbursed for reasonable and actual expenses incurred in the performance of its official duties as may be permitted by the CID Act.

#### **ARTICLE V: CONTRACTS, CHECKS AND DEPOSITS**

Section 5.1 Contracts. The Board may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the District, and such District may be general or confined to specific instances.

Section 5.2 Checks, Drafts, etc. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the District shall require one signature, such signature being that of the Chairman, the Vice Chairman, the Secretary or the Treasurer, or such

other officers, agent or agents of the District as shall from time to time be determined by resolution of the Board.

Section 5.3     Deposits. All funds of the District not otherwise employed shall be deposited from time to time to the credit of the District in such bank, trust companies or other depositories as the Board may select.

#### **ARTICLE VI: FISCAL YEAR**

The fiscal year of the District shall be the fiscal year of the City pursuant to the CID Act. As of the execution of these Bylaws, the fiscal year of the City is May 1 – April 30.

#### **ARTICLE VII: WAIVER OF NOTICE**

Whenever any notice whatsoever is required to be given under the provisions of these Bylaws, waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the times stated therein, shall be deemed equivalent to the giving of such notice. Furthermore, attendance at any meeting shall be deemed equivalent to the giving of such notice.

#### **ARTICLE VIII: COMMITTEES**

The Board may from time to time establish such committees and confer upon them such powers as it deems expedient for the conduct of the District's business. The Board may similarly provide that the members of such committees need not all be members of the Board.

#### **ARTICLE IX: AMENDMENTS**

From time to time these Bylaws may be altered, amended or repealed and new Bylaws may be adopted by the Board provided that no alteration, amendment or change shall be made without the affirmative vote of a majority of the total number of Directors voting.

#### **ARTICLE X: ANNUAL REPORT AND ANNUAL FINANCIAL STATEMENTS**

The Board shall prepare and file annual reports as required by the CID Act or any other applicable law and shall provide for the annual financial statements of the accounts of the District, whether unaudited or audited by an independent auditor, as may be required by contract, law, or as the Board otherwise deems necessary.

#### **ARTICLE XI: INDEMNIFICATION**

Each person (and heirs and legal representatives of such person) who serves or has served as a Director, officer or employee of the District shall be indemnified by the District against all liability and reasonable expense, including but not limited to, attorneys' fees and disbursements and amounts of judgment, fines or penalties, incurred by or imposed upon him/her in connection with any claim, action, suit or proceeding, actual or threatened, whether civil, criminal, administrative or investigative, and appeals in which he/she may become involved as a party or otherwise by reason of acts or omissions in his/her capacity as and while a Director, officer or employee of the District, provided that such person is wholly successful with respect thereto, unless the Board of Directors of the District, in its discretion, shall determine that such persons did not meet the standard of conduct required by these Bylaws.

The term "wholly successful" shall mean termination of any claim, action, suit or proceedings against such person without any finding of liability or guilt against him/her and without any settlement by payment, promise or undertaking by or for such person or the expiration of a reasonable period of time after the making of any claim or threat without action, suit or proceeding having been brought and without any settlement by payment, promise or undertaking by or for such person.



The standard of conduct required shall be that such person acted in good faith for a purpose which he/she reasonably believed to be in the best interest of the District, and that he/she, in addition, in any criminal action or proceeding, had no reasonable cause to believe his/her conduct to be unlawful.

Should indemnification be required under these Bylaws with respect to any claim, action, suit or other proceeding where the person seeking indemnification has not been wholly successful, such indemnification may be made only upon the prior determination by a resolution of a majority of those members of the Board of Directors who are not involved in the claim, action, suit or other proceeding, that such person met the standard of conduct required, or, in the discretion of the Board of Directors, upon the prior determination by non-employee legal counsel, in written opinion, that such person has met such standard and, where a settlement is involved, that the amount of the settlement is reasonable.

Indemnification under these Bylaws shall not include any amount payable by such person to the District in satisfaction of any judgment or settlement, and indemnification shall be reduced by the amount of any such judgment or settlement.

The termination of any claim, action, suit or other proceeding, by judgment, order, settlement (whether with or without court approval) or conviction or upon a plea of guilty or of nolo contendere, or its equivalent, shall not of itself create a presumption that such person did not meet the standard of conduct required.

Expenses incurred which are subject to indemnification may be advanced by the District prior to final disposition of the claim, action, suit or other proceeding upon receipt of any undertaking acceptable to the District by or on behalf of the recipient to repay such amount unless it shall ultimately be determined that he/she is entitled to indemnification.

The right of indemnification shall be in addition to other rights to which those to be indemnified may otherwise be entitled by agreement, operation of law or otherwise and shall be available whether or not the claim asserted against such person is based upon matters which antedate the adoption of these Bylaws. If any word, clause or provision of these Bylaws or any indemnification made under these Bylaws shall for any reason be determined to be invalid, the other provisions of these Bylaws shall not be affected but shall remain in full force and effect.

## 801 WESTPORT ROAD COMMUNITY IMPROVEMENT DISTRICT

### **SUNSHINE LAW POLICY**

#### **I. Purpose**

##### **A. Purpose of the Sunshine Law, Sections 610.010 to 610.225, RSMo, as amended.**

To establish and further the public policy of Missouri that meetings, records, votes, actions, and deliberations of public governmental bodies be open to the public unless otherwise provided by law. The Sunshine Law is liberally construed and its exceptions are strictly construed to promote this public policy. Except as otherwise provided by other laws, the Sunshine Law requires all public meetings of public governmental bodies to be open to the public, all public records of public governmental bodies to be open to the public for inspection and copying and all public votes of governmental bodies to be recorded.

##### **B. Purpose of the District's Sunshine Law Policy**

The 801 Westport Road Community Improvement Development District ("**District**") is a political subdivision of the State of Missouri, and therefore, is also a public governmental body subject to the Sunshine Law. This policy is designed to ensure that the District, through the actions of its officers and employees, complies with the Sunshine Law. This policy is required by the Sunshine Law and is designed to complement the Sunshine Law. In the event that either the Sunshine Law or this policy is stricter than the other regarding a particular requirement, the stricter provision shall apply.

#### **II. Definitions.**

A. **City.** The City of Kansas City, Missouri.

B. **Closed Meeting, Closed Record, Closed Vote.** Any meeting, record or vote that is closed to the public.

C. **Principal Office.** The principal office of the District shall be as defined in the District Bylaws.

D. **Public Business.** All matters which relate in any way to the performance of the District's functions or the conduct of its business.

- E. **Public Governmental Body**. Any legislative, administrative or governmental entity created by the constitution or statutes of Missouri, by order or ordinance of any political subdivision or district, judicial entities when operating in an administrative capacity, or by executive order. The District is a governmental entity created under state statute and by ordinance of the City in which it lies. This includes any department or division of the District and any committee appointed by or at the direction of the District's Board of Directors and which is authorized to report to the District. The Sunshine Law also applies to advisory committees appointed by or at the direction of the District for the specific purpose of recommending, directly to the District's Board of Directors, policy or policy revisions or expenditures of public funds. Groups of less than a quorum do not qualify as public governmental bodies under the Act.
- F. **Public Meeting**. Any District meeting at which any public business is discussed, decided, or public policy formulated, whether corporeal or by means of communication equipment; however, "Public Meeting" does not include informal gatherings of members of the District for social or ministerial purposes, but does include a public vote of all or a majority of the members of the District by electronic communication or other means, conducted in lieu of holding a Public Meeting with the members of the public body gathered at one location in order to conduct public business.
- G. **Public Record**. Any record, whether written or electronically stored, retained by or of the District, including any report, survey, memorandum or other document or study prepared and presented to the District by a consultant or other professional service provider paid for in whole or in part by public funds; provided, however that "public record" does not include any internal memorandum or letter received or prepared by or on behalf of a member of the District consisting of advice, opinions, and recommendations in connection with the deliberative decision making process of the District, unless such records are retained by the public body or presented at a public meeting.
- H. **Public Vote**. Any vote, whether conducted in person, by telephone or by another electronic means, cast at any public meeting of the public body.
- I. **Record**. "Record" is not defined under the Sunshine Law;<sup>1</sup> however, "record" is defined in the State and Local Records Law, Sections 109.200 through 109.310, RSMo. Pursuant to Section 109.210(5) of the State and Local Records Law, a "record" is any "document, book, paper, photograph, map, sound recording, or other material, regardless of physical form or characteristics, made or received pursuant to law or in connection with a transaction of official business." While this definition is not controlling for Sunshine Law purposes, it does provide useful statutory guidance.
- J. **Written Policy**. A reasonable written policy regarding the release of information under the Sunshine Act that, if complied with, renders an employee of the District neither guilty of violating the Sunshine Law nor subject to civil liability for any act arising out of its adherence to the written policy.

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<sup>1</sup> "Public Record" is a defined term under the Sunshine Law, but that definition does not shed light on the meaning of "record."



### **III. Notice Requirements**

#### **A. Notice of Public Meetings**

##### **1. Generally**

Except as provided in subsection B of this Section, the District Secretary, or his or her designee, shall give notice of the time, date, place of meeting, a tentative agenda for all open Public Meetings and whether the meeting will be open or closed at least twenty-four (24) hours in advance of any Public Meeting. The notice shall be given by posting written notice on a bulletin board or in another prominent place located in a public area in the principal office of the District. In the event that the meeting will not be held in the District's principal office, notice shall also be posted at the building in which the meeting will be held. The twenty-four (24) hour notice period shall not include weekends and holidays where the District's offices are closed. Copies of the meeting notice shall be made available at the same time notice is given to the members of the public body to all members of the media who have submitted such a request to the public body.

##### **2. Telephone or electronic meetings**

If the Public Meeting will be conducted in whole or in part by telephone or other electronic means, then the notice of the Public Meeting must identify the mode by which the meeting will be conducted and must designate a location where the public may observe and attend the meeting. If the Public Meeting will be conducted by internet chat, internet message board or other computer link, notice shall be posted also on the District's web site and the notice must inform the public about how to access the meeting.

#### **B. Notice of Closed Meetings**

If it is anticipated that all or a portion of a Public Meeting of the District is to be closed, the notice for the meeting shall set forth the reason for its closure by reference to the specific exception allowed pursuant to the provisions of Section 610.021, RSMo and Section V.A. of this Policy. A Closed Meeting, the closed portion of a Public Meeting, or a Closed Vote may be held with less than the required notice if there is good cause to render such notice impossible or impractical, in which case the District will give as much notice as is reasonably possible prior to closing the meeting or vote. The nature of the cause justifying the departure from the normal requirements shall be stated and included in the minutes of the Public Meeting.

#### **C. Notice of Emergency Meetings**

A Public Meeting may be held with less than twenty-four (24) hours notice if there is good cause to render such notice impossible or impractical. If such good cause exists, then as much notice as is reasonably possible shall be given. Following the opening of the Public Meeting, the nature of the cause justifying the departure from the normal requirements shall be stated in the minutes.

#### **IV. Public Meetings**

##### **A. Location of Public Meetings**

Public Meetings should be held at the Principal Office of the District or at an otherwise stated meeting place, unless otherwise specified in the notice. Each meeting shall be held at a place reasonably accessible to the public and of sufficient size to accommodate attendance by members of the public. Where it is necessary to hold a Public Meeting in a location that is not reasonably accessible to the public, the reason for the selection of the meeting location shall be stated in the minutes at the opening of the meeting. At any Public Meeting conducted by telephone or other electronic means, the meeting notice shall designate a location at which the public may meet and observe and/or attend the meeting.

##### **B. Minutes of Public Meetings**

The minutes of all Public Meetings should be taken and maintained by the District Secretary or his or her designee. The minutes shall include, at a minimum, the date, time, and place, the Board of Directors members present, the Board of Directors members absent, and a record of any votes taken. If a roll call vote is taken, the minutes shall indicate the vote of each public body member as yea, nay, or abstain, if not voting.

##### **C. Recording of Proceedings at Public Meetings**

Public Meetings may be recorded electronically or otherwise by members of the public at that individual's or group's expense. Audio recordings of the Public Meetings are not required, but if the District makes an audio recording of a Public Meeting, the District shall make copies of its audio recordings available upon written request submitted to the Secretary at a price established by the Board of Directors. The price established may include on the cost of the staff time required for making a copy and the cost of the tape used for its duplication. The Board of Directors, at its full discretion, may establish guidelines regarding the manner in which a meeting may be recorded. In no event shall a Closed Meeting be recorded.

#### **V. Closed Meetings**

**A.** The District's meetings should be presumed open unless they clearly fit within one of the express exemptions enumerated in the Sunshine Law. A Closed Meeting, portion of a meeting, or vote may be held for different reasons under the Sunshine Law including, but not limited to, the following reasons:

1. Legal actions, causes of action or litigation involving the public body and any confidential or privileged communications between the public body or its representatives and its attorneys;
2. Leasing, purchase or sale of real estate by the public body where public knowledge of the transaction might adversely affect the legal consideration therefore;
3. Hiring, firing, disciplining or promoting of particular employees by the public body when information relating to an employee's performance or merit is discussed or recorded;
4. Preparation, including any discussions or work product, on behalf of the public body

or its representatives for negotiations with employee groups;

5. Software codes for electronic data processing and documentation thereof;
6. Specifications for competitive bidding, until either the specifications are officially approved by the public body or are published for bid;
7. Sealed bids and related documents, until the bids are opened and sealed proposals and related documents or any documents related to a negotiated contract until a contract is executed, or all proposals are rejected;
8. Individually identifiable personnel records, performance ratings or records pertaining to employees or applicants for employment;
9. Records that are protected from disclosure by law;
10. Meetings and public records relating to scientific and technological innovations in which the owner has proprietary interest; and
11. Confidential or privileged communications between the public body and its auditor, including all auditor work product.

#### **B. Public Presence at Closed Meetings**

Members of the public shall be allowed to remain at a designated area on-site but outside of the room in which a Closed Meeting, closed portion of a Public Meeting, or Closed Vote is conducted, so as to allow members of the public to attend any subsequent portion of the Public Meeting that is not closed.

#### **C. Conducting Closed Meetings and Votes**

A Public Meeting or a vote may be closed to the public for any of the reasons enumerated in Section V.A. A Closed Meeting, closed portion of a Public Meeting or Closed Vote may be held if proper notice is given, pursuant to Section III.B. In addition to the general notice requirements, the notice shall set forth the reason for closing the meeting, portion of the meeting or vote, with references to the specific section and subsection of the Sunshine Law allowing such action.

Prior to closing a Public Meeting, a portion of a Public Meeting or a vote, the District Chairman shall state forth and include in the minutes of the Public Meeting, the specific section and subsection of the Sunshine Law upon which the decision to close the meeting, portion of the meeting or vote is based.

Any votes taken during a Closed Meeting shall be taken by roll call. In accordance with the Sunshine Law, all votes taken by roll call shall be cast by only those members who are physically present and in attendance at the Public Meeting. Upon a roll call vote, a majority of the quorum present must vote in favor of a motion to close the Public Meeting or vote, before such a meeting or vote is closed. The vote of each member of the public body on the question of closing a Public Meeting or vote and the specific reason for closing that Public Meeting or vote by reference to a specific section and subsection of the Sunshine Law shall be announced publicly at the Public Meeting and entered into the minutes of the Public Meeting.

Public Meetings shall be closed only to the extent necessary for the specific reason announced to justify the Closed Meeting, the closed portion of a Public Meeting, or the Closed Vote. During the Closed Meeting or the Closed Vote, the members of the District Board of Directors shall not discuss business unrelated to the reason announced to justify closing the meeting, portion of a meeting, or vote.

Upon a motion to close a Public Meeting, Public Record or vote, any other member who believes that such motion, if passed, would cause a violation of the Sunshine Law may state his or her objection prior to the time a vote is taken on the motion. Such objection must be stated in the minutes. A member objecting to a Closed Meeting shall be allowed to fully participate in any meeting, Record or vote closed over the member's objection.

#### **D. Minutes of Closed Meetings**

1. The minutes of all Closed Meetings, closed portions of Public Meetings, and Closed Votes shall be taken and maintained by the custodian of the District or a person designated by the custodian.
2. The minutes shall include the date, time, place, members present, members absent, and a record of any votes taken. Any Closed Votes shall be taken by roll call and the minutes shall indicate the vote of each member of the public body as yea, nay, or abstaining, if not voting.

### **VI. Public Records**

#### **A. Generally**

The District shall appoint a custodian of the District's Records. Unless otherwise provided by law, the District's Records are to be open and available to the public for inspection and copying. If a member of the District's Board of Directors transmits an email relating to public business to at least two (2) other members of the Board so that when, counting the sender, a majority of the members are copied, a copy of the email shall also be sent to the Secretary or the member's public office computer.

#### **B. Requests for Public Records**

The District Secretary or its designee is responsible for maintenance of the District's Records. Requests for access to the Public Records shall be made to the Secretary. Requests may be made verbally (in person or by telephone) or in writing (by mail or electronically). If, for reasonable cause, by the end of the third (3<sup>rd</sup>) business day following the day of the Secretary's receipt of the request for access to those Public Records (*i.e.* day of receipt plus 3 days) access is not made available, the Secretary shall provide a written explanation of the cause of the delay and the place, time and date that the Public Records will be available for inspection.

The Secretary shall charge ten cents (10¢) per page for standard copies and the actual cost of the copy for larger or specialized documents. The Secretary also may charge a reasonable fee for the time necessary to search for and copy the Records. Payment of such copying fees may be requested prior to the making of copies. Records may be furnished without charge or for a reduced charge when the District determines that waiver or reduction of the fee is in the public interest because it is likely to contribute significantly to public understanding of the operation or activities of the District and is not primarily in the commercial interest of

the requestor. Fees collected for copying shall be submitted by the District to the Director of Revenue of the State of Missouri for deposit into the general fund of the state. Copies of Records that are made for the City shall not be subject to any charges.

If a request for access to any Public Record of the public body is denied, the person seeking access may request a written statement of the grounds for denial. The written statement should cite to the specific provisions of the Sunshine Law under which the access has been denied.

**C. Classification of Records**

1. Closed Records include all of those items related to the list in Section 610.021, RSMo.
2. The following Closed Records must be made available to the public as provided by the Sunshine Law and as described below:
  - a. Minutes, votes and settlement agreements regarding legal actions or litigation must be made public upon the final disposition or upon the signing of a settlement agreement unless ordered closed by a court (RSMo § 610.021(1)) but even if a court orders a settlement agreement closed, the amount of any money paid by or on behalf of the public body must be disclosed;
  - b. Any vote involving the exercise of the power of eminent domain shall become public or be announced immediately following the action on the motion to authorize the institution of such legal action (RSMo § 610.021(1));
  - c. Any information regarding the lease, purchase or sale of real estate where public knowledge might adversely affect legal consideration for the real estate may be closed, but the minutes, votes and records regarding these actions shall be made public within 72 hours after the execution of the lease, purchase or sale contract for the real estate (RSMo § 610.021(2));
  - d. Any final vote regarding the hiring, firing, promotion or discipline of an employee must be made available with a record of each member's vote within 72 hours of the vote provided that the affected employee is entitled to prompt notice within that 72 hour period (RSMo § 610.021(3));
  - e. Specifications for competitive bidding until the specifications are officially approved or published for bid may be closed, but once the specifications are officially approved or published for bid, they must be opened (RSMo § 610.021(11)); and
  - f. Sealed bids and related documents may be closed until they are opened by the public body. Sealed proposals and related documents or any documents related to a negotiated contract may be closed until the contract is executed or all proposals are rejected (RSMo § 610.021(12)).

## 801 WESTPORT ROAD COMMUNITY IMPROVEMENT DISTRICT

### **SOLE SOURCE PURCHASING POLICY AND PROCUREMENT OF PROFESSIONAL SERVICES**

**A. SOLE SOURCE PURCHASING.** The District may determine that a single feasible procurement source for the purchase of supplies or contractual services exists based upon at least one (1) the following criteria:

1. Supplies or contractual services are proprietary and only available from the manufacturer or a single vendor; or
2. It is determined that only one (1) vendor services the region; or
3. When supplies or contractual services are available at a discount from a single vendor for a limited period of time; or
4. When the purchase involves specialized consulting or technical services for a project with specific circumstances that require a unique combination of abilities or expertise to perform the services required; or
5. When extraordinarily unique facts or special circumstances exist which will result in significant cost savings to the District.

**B. PROCUREMENT OF PROFESSIONAL SERVICES.** The policy of the District with respect to obtaining the services of architects, engineers, surveyors or other professionals ("Professionals") will be to endeavor to use the services of those Professionals who have experience with the property in the District and, to avoid unnecessary costs, in particular those Professionals who may have performed services related to the formation of the District, assuming that their rates and charges have been found to be reasonable. Where no such Professionals are available, the District will request statements of qualifications from at least two (2) firms in the particular discipline involved, and will negotiate with the most qualified and, if unable to reach an agreement on price, will then negotiate with the next most qualified and so on. The District will require a written agreement with the firm selected. In the event qualifications are requested, the District shall issue public notice on the worldwide web or in appropriate print media if the estimated contract costs exceed \$100,000. Sealed proposals/qualifications are required in this case. If the estimated contract does not exceed \$100,000, public notice and sealed proposals/qualifications are not required except if required by law.



## 801 WESTPORT ROAD COMMUNITY IMPROVEMENT DISTRICT ("DISTRICT")

### **PREVAILING WAGES AND PROCUREMENT OF WORK POLICY**

As a part of the contracting process for completion of the projects approved in the District's Petition which are subject to prevailing wage laws, as applicable, the Board desires to establish policies governing the procurement of work and payment of prevailing wages as set forth below:

Section 1. The Board hereby states that all work for any public work, exclusive of maintenance, completed by or on behalf of the District will conform to the Missouri Prevailing Wages on Public Works Act, Sections 290.210 through 290.340, RSMo, as amended.

Section 2. The Board hereby establishes the following policies for the procurement of construction work and professional services in the design of the construction work:

A. Construction Contracts:

(1) *Solicitation Requirements:*

(a) The Board shall comply with any applicable public notice, bid requirement, and bid solicitation rules and regulations applicable under Missouri law.

(b) *Emergency Contracts.* If the Board determines there exists an imminent threat to public health, welfare, safety or essential operations of the District, contracts may be entered into without competitive bid or public notice.

(2) *Bid Security.* When a public construction contract is awarded, bid security in the amount of at least five percent of the bidder's price on the base bid shall be required. The security shall be in one of the following forms as determined by the Board: surety bond; letter of credit; cashier's check; certificate of deposit; or other form approved by the Board.

(a) *Forfeiture of Security.* If a bidder fails or refuses to execute the construction contract when requested by the Board, any bid security given to the District shall immediately become due and payable and forfeited to the District as liquidated damages.

(b) *Mistake in Bid Security.* Notwithstanding anything to the contrary, a bidder shall correct a mistake on a bid security submission when requested by the District. When such a mistake occurs and a bidder fails or refuses to correct the mistake or execute the contract when requested by the District, any bid security shall be forfeited to the District.

(3) *Required Submissions.* A bidder or any construction contract shall furnish the following to the District, within the time frames stated in the bid documents or within 14 calendar days after receiving notice of intent to contract from the District unless good cause is shown:

(a) The bidder's federal employer identification number;

(b) Bonds and insurance certificates as required in the bid documents;

(c) Copies of all licenses required by the City to do the work;

(d) A copy of its certificate of corporate good standing or fictitious name registration from the Missouri Secretary of State or other evidence acceptable to the District.

(e) A statement regarding all work performed two years immediately preceding the date of the bid, that contains either:

(i) A contract by contract listing of any written notices of violations of any federal or state prevailing wage statute in which prevailing wage penalties were assessed against the bidder or paid by the bidder; or

(ii) A statement that there have been no such written notices of violations or such penalties.

(f) A statement that the bidder is current on payment of its:

(i) Federal income tax withholding; and

(ii) State income tax withholding and unemployment insurance payments, either in Missouri for companies doing business in Missouri, or in the state in which bidder has its principal office.

(4) *Subcontractor Requirements.* Each contractor that has entered into a construction contract with the District shall obtain and retain in its contract files in accordance with the contract requirements the following documentation from any subcontractor:

(a) A copy of its certificate of corporate good standing or a copy of its fictitious name registration from the Missouri Secretary of State or other evidence acceptable to the city;

(b) Copies of all licenses required by the contract documents;

(c) Evidence that it has in force general, automobile, and employer's and worker's compensation liability insurance in the amounts required by the contract documents;

(d) Evidence, which may be a copy of its most recent quarterly contribution and wage report, that is a participant in the state unemployment compensation fund;

(e) A statement regarding all work performed two years immediately preceding the date of the bid, that contains either:

(i) A contract by contract listing of any written notices of violations of any federal or state prevailing wage statute in which prevailing wage penalties were assessed against the bidder or paid by the bidder; or

(ii) A statement that there have been no such written notices of violations or such penalties.



B. Construction Management Services: Solicitations for any construction management services shall conform to Sections 8.675 to 8.687, RSMo.

C. Contract Award:

(1) Contracts shall be awarded to the lowest and best bidder or best proposer/qualifier. The District has the right to reject any and all bids or proposals.

(2) The Board may negotiate a revised bid with the apparent lowest and best bidder, including changes in bid requirements, price, scope or quantity, on any contract except a construction contract bid if:

(a) The bid is more than the appropriation or relevant budget item for that project; and

(b) It is not in the District's best interests to resolicit bids because of time or other circumstances.

(3) The Board may offer the apparent lowest and best bidders on a construction contract the option of performing the work for the engineer's estimate for the project with no changes to the bid requirements or scope of the project if the bid is not more than five percent higher than the engineer's estimate.

(4) If the Board rejects any or all bids or proposals, the Board may:

(a) Resolicit bids or proposals only from those bidders or proposers that submitted a bid or proposal pursuant to the original solicitation; and/or

(b) Use an expedited bid or proposal submission schedule with or without readvertising or issuing any other public notice when the Board determines that the delay from the normal solicitation procedure would not be in the District's best interests.

**801 WESTPORT ROAD COMMUNITY IMPROVEMENT DISTRICT**

**Resolution 2019:03**

***Approving the Levy of a Sales and Use Tax Within the 801 Westport Road Community Improvement District ("District") to Accomplish the Purposes of the District***  
**Adopted May 30, 2019**

WHEREAS, by Ordinance No. 190375 ("Creation Ordinance"), adopted on May 16, 2019, and pursuant to the Community Improvement District Act, Sections 67.1401 *et seq.*, RSMo ("Act"), the City of Council of the City of Kansas City, Missouri ("Council") approved the Petition for Establishment of the 801 Westport Road Community Improvement District ("Petition"), thereby creating the 801 Westport Road Community Improvement District ("District") in accordance with the Act; and

WHEREAS, pursuant to the powers granted under the Act, the Board of Directors ("Directors") of the District hereby desires to levy a sales and use tax within the boundaries of the District to carry out the purposes of the District.

THEREFORE, BE IT RESOLVED THAT:

Section 1. The District hereby imposes a district sales *and use* tax ("Sales Tax") at the rate of up to one percent (1.0%) on all retail sales made in the District, subject to the limitations set forth in Section 67.1545, RSMo.

Section 2. The Sales Tax shall remain in place for a period of thirty (30) years from the date that the Sales Tax becomes effective pursuant to the Act or such other period to coincide with the termination of the District.

Section 3. The Sales Tax is imposed for the purpose of providing funding for the services and improvements described in the Petition, specifically including: (a) capital improvements within the District and the maintenance thereof as permitted by the Act; (b) remediation of blighting conditions on private property within the District as permitted under the Act provided that the City Council first determines that the action to be taken is reasonably anticipated to remediate the blighting conditions and will serve a public purpose; (c) administration and operation of the District as permitted under the Act; (d) cleaning and maintenance services to public areas within the District as permitted under the Act; and (e) other improvements and services necessary to carry out the purposes of the District and as permitted under the Act or as authorized by the Petition as approved by the Creation Ordinance, including, without limitation, such administrative costs to operate the District in accordance with the Act and as contemplated in the Petition and the Creation Ordinance. These purposes shall be designated in the District's ballot of submission to its qualified voters to vote upon the Sales Tax.

Section 4. This Resolution shall not become effective or adopted, and the Board shall not levy the Sales Tax, unless and until the Board submits to the District's qualified voters, by mail-in ballot, a proposal to authorize the Sales Tax, and a majority of the votes cast by the qualified voters on the Sales Tax are cast in favor of the Sales Tax.

Section 5. The Sales Tax mail-in ballot shall be substantially in the following form:

*Shall the 801 Westport Road Community Improvement District (the "District") impose a community improvement district-wide sales and use tax ("Sales Tax") at the rate of up to one percent (1.0%) for a period of thirty (30) years from the date that the Sales Tax becomes effective pursuant to the Community Improvement District Act, Section 67.1401 et seq., RSMo (the "Act") or such other period to coincide with the termination of the District*

*in accordance with the Act, for the purpose of providing funding for the services and improvements described in the Petition for Establishment of the District (the "Petition") as approved by the City Council of the City of Kansas City, Missouri by Ordinance No. 109375 dated May 16, 2019 (the "Creation Ordinance") specifically including: (a) capital improvements within the District and the maintenance thereof as permitted by the Act; (b) remediation of blighting conditions on private property within the District as permitted under the Act provided that the City Council first determines that the action to be taken is reasonably anticipated to remediate the blighting conditions and will serve a public purpose; (c) administration and operation of the District as permitted under the Act; (d) cleaning and maintenance services to public areas within the District as permitted under the Act; and (e) other improvements and services necessary to carry out the purposes of the District and as permitted under the Act or as authorized by the Petition as approved by the Creation Ordinance, including, without limitation, such administrative costs to operate the District in accordance with the Act and as contemplated in the Petition and the Creation Ordinance.*

[ ] YES      [ ] NO

If you are in favor of the question, place an "X" in the box opposite "YES". If you are opposed to the question, place an "X" in the box opposite "NO".

Section 6. All revenue received by the District from the Sales Tax shall be deposited into the District's bank account or such other account(s) as provided in the Cooperative Agreement between the District and the City and expended solely for the purposes described in Section 3 above.

Section 7. The appropriate officers and legal counsel of the District are hereby authorized to take all measures deemed necessary or desirable to implement the mail-in election regarding the Sales Tax, including but not limited to submitting a notice of election to the Jackson County Board of Election Commissioners, and any action taken by or on behalf of the District by the officers and legal counsel of the District prior to the date of this Resolution in connection with such election of the Sales Tax, is hereby ratified, approved, and confirmed.

Section 8. This Resolution shall become effective immediately.

Chairman

ATTEST:

Secretary

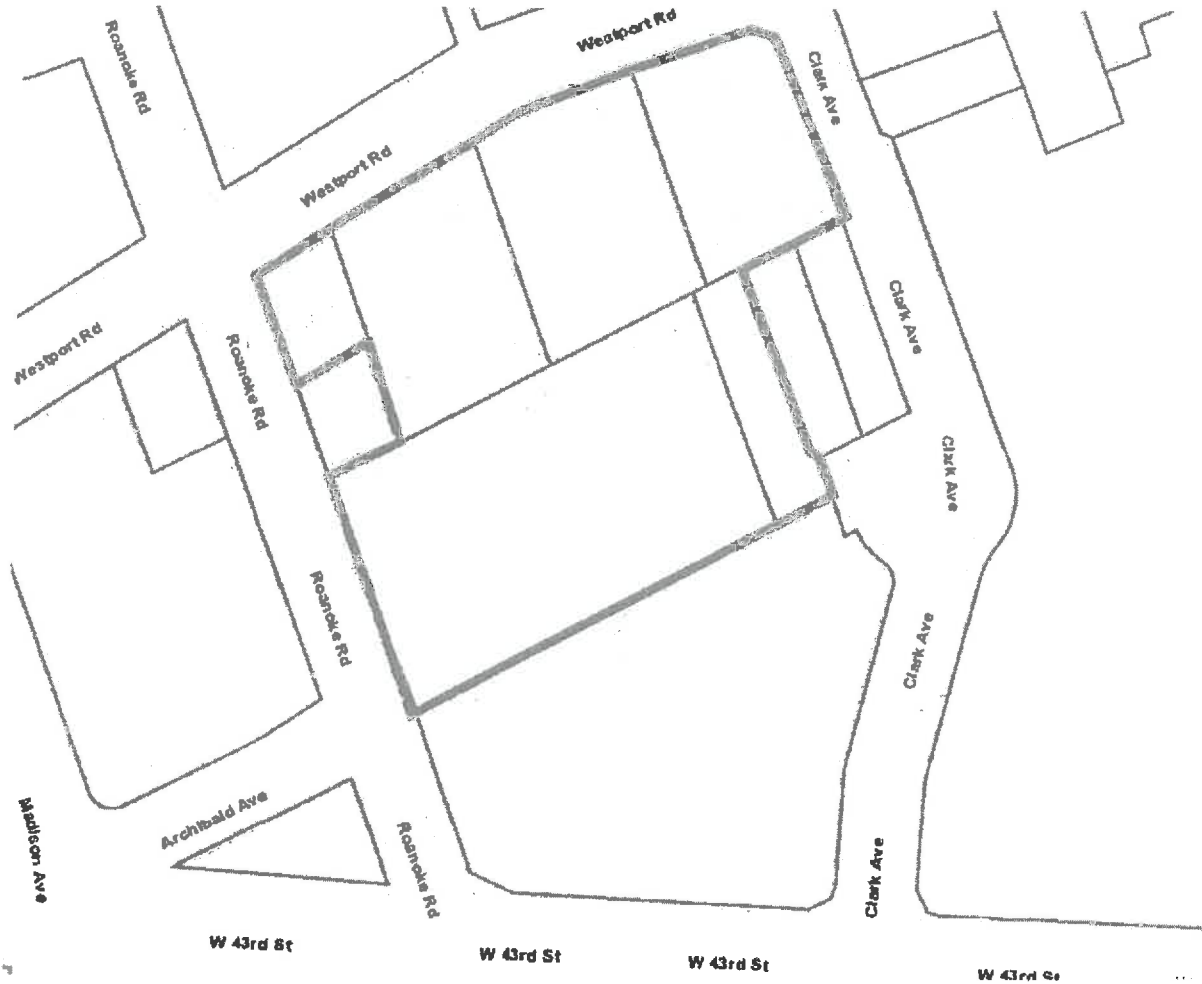
CID BOUNDARY – PROPOSED DESCRIPTION

THAT PART OF LOT 7 AND 15 AND ALL OF LOTS 8 AND 9, JONES & FISHER'S ADDITION, ALL OF LOTS 1 AND 2, WESTPORT INN, BOTH BEING RECORDED SUBDIVISIONS IN THE SOUTHEAST QUARTER OF SECTION 19, TOWNSHIP 49, RANGE 33, IN KANSAS CITY, JACKSON COUNTY, MISSOURI, AND ALL THAT PART OF THE VACATED EAST-WEST ALLEY, FIRST SOUTH OF WESTPORT ROAD, AS SAID ROAD IS NOW ESTABLISHED, SAID ALLEY BEING VACATED BY CITY ORDINANCE NUMBER 180293, AND ALL THAT PART OF VACATED ARCHIBALD STREET, VACATED BY ORDINANCE NUMBER 941375, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS: BEGINNING AT THE NORTHWEST CORNER OF SAID LOT 7; THENCE N 57°18'55" E ON THE NORTH LINE OF SAID LOTS 7, 8 AND 9, JONES & FISHER'S ADDITION AND SAID LOT 1, WESTPORT INN, A DISTANCE OF 206.97 FEET; THENCE N 69°12'27" E ON THE NORTH LINE OF SAID LOT 1, A DISTANCE OF 117.41 FEET TO A POINT OF CURVATURE TO THE RIGHT; THENCE NORTHEASTERLY, EASTERLY AND SOUTHEASTERLY ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 20.00 FEET, AN ARC LENGTH OF 31.26 FEET AND A CHORD BEARING OF S 65°54'51" E A DISTANCE OF 28.17 FEET; THENCE S 21°08'09" E ON THE EAST LINE OF SAID LOT 1 AND THE SOUTHEASTERLY EXTENSION THEREOF, A DISTANCE OF 108.37 FEET TO THE CENTERLINE OF SAID VACATED EAST-WEST ALLEY; THENCE S 62°17'11" W ON SAID CENTERLINE, A DISTANCE OF 60.69 FEET TO THE NORTHERLY EXTENSION OF THE EAST LINE OF THE WEST 34.00 FEET OF SAID LOT 15, JONES & FISHER'S ADDITION; THENCE S 20°52'45" E ON SAID NORTHERLY EXTENSION, EASTERLY LINE OF THE WEST 34.00 FEET OF LOT 15 AND THE SOUTHERLY PROLONGATION THEREOF TO THE CENTERLINE OF SAID VACATED ARCHIBALD STREET; THENCE S 62°18'29" W ON SAID CENTERLINE OF VACATED ARCHIBALD STREET, A DISTANCE OF 283.64 FEET TO A POINT ON THE EAST RIGHT-OF-WAY LINE OF ROANOKE ROAD, AS SAID ROAD IS NOW ESTABLISHED, SAID RIGHT-OF-WAY LINE ALSO BEING THE SOUTHERLY EXTENSION OF THE WESTERLY LINE OF SAID LOT 2, WESTPORT INN; THENCE N 20°27'39" W ON SAID SOUTHERLY EXTENSION AND SAID WESTERLY LINE, A DISTANCE OF 139.69 FEET TO THE NORTHWEST CORNER OF SAID LOT 2; THENCE N 20°41'25" W ON SAID EAST RIGHT-OF-WAY LINE, A DISTANCE OF 9.98 FEET TO SAID CENTERLINE OF VACATED EAST-WEST ALLEY; THENCE N 62°14'44" E ON SAID CENTERLINE OF VACATED EAST-WEST ALLEY, A DISTANCE OF 49.78 FEET TO A POINT ON THE SOUTHERLY PROLONGATION OF THE EAST LINE OF SAID LOT 7, JONES & FISHER'S ADDITION; THENCE N 20°55'30" W ON SAID SOUTHERLY PROLONGATION AND SAID EAST LINE, A DISTANCE OF 60.60 FEET TO A POINT 50.54 FEET NORTH OF THE SOUTHEAST CORNER OF SAID LOT 7 AS MEASURED FROM THE SOUTHEAST CORNER OF SAID LOT 7; THENCE S 64°09'15" W, 49.42 FEET TO A POINT ON THE WEST LINE OF SAID LOT 7, 52.30 FEET NORTH OF THE SOUTHWEST CORNER THEREOF; THENCE N 20°38'45" W ON THE WEST LINE OF SAID LOT 7, A DISTANCE OF 67.37 FEET TO THE POINT OF BEGINNING.

CONTAINS 86,052 SQUARE FEET OR 1.98 ACRES, MORE OR LESS.

END OF DESCRIPTION

MAP OF DISTRICT



District Boundary: ———

**801 WESTPORT ROAD COMMUNITY IMPROVEMENT DISTRICT**

**Resolution No. 2019:04**

***Approving Reimbursement Agreement between  
801 Westport Road Community Improvement District and ADMJM WP1, LLC  
Adopted May 30, 2019***

WHEREAS, by Ordinance No. 190375 ("Creation Ordinance"), adopted May 16, 2019, and pursuant to the Community Improvement District Act, Sections 67.1401 *et seq.*, RSMo ("Act"), the City Council of the City of Kansas City, Missouri approved the Petition for Establishment of the 801 Westport Road Community Improvement District ("Petition"), thereby creating the 801 Westport Road Community Improvement District ("District") in accordance with the Act; and

WHEREAS, ADMJM WP1, LLC, a Missouri limited liability company ("Developer"), has advanced, and agrees to hereafter advance, funds for the establishment and operation of the District and funds for implementation of the purposes for which the District was established pursuant to the terms and conditions of the Reimbursement Agreement attached hereto as **Exhibit A** ("Reimbursement Agreement"); and

WHEREAS, by entering into the Reimbursement Agreement, the Developer acknowledges that the District does not currently have a source of funds to finance its administrative and operational costs; and

WHEREAS, upon approval of the District's sales and use tax ("Sales Tax") in accordance with the Act, the District agrees to reimburse to the Developer funds advanced by the Developer in connection with the establishment and operation of the District from revenue generated by the Sales Tax, subject to annual appropriation, as provided in the Reimbursement Agreement; and

WHEREAS, pursuant to its powers under the Act, the Directors have determined that it is in the best interest of the District to approve and authorize the execution of the Reimbursement Agreement; and

THEREFORE, BE IT RESOLVED, that the Reimbursement Agreement substantially in the form attached hereto as **Exhibit A** is hereby approved; and

RESOLVED FURTHER, that the appropriate officers of the District is authorized and directed to execute the Reimbursement Agreement, subject to such changes, additions, or deletions, that such officer, upon the advice of legal counsel, may deem necessary or desirable and execution of the Reimbursement Agreement by such officer for and on behalf of the District shall be conclusive evidence of such officer's approval thereof.

  
Chairman

ATTEST:

  
Secretary



## DEVELOPER REIMBURSEMENT AGREEMENT

This Developer Reimbursement Agreement ("Agreement") is made and entered into effective as of the 30 day of May, 2019, by and between the **801 WESTPORT ROAD COMMUNITY IMPROVEMENT DISTRICT** ("District"), a political subdivision of the State of Missouri, and ADMJM WP1, LLC, a Missouri limited liability company ("Developer").

### RECITALS

- A. Pursuant to Ordinance No. 190375 of the City Council of the City of Kansas City, Missouri ("City") adopted on May 16, 2019, the District was established for the purpose of providing funding for certain improvements and services within the District as described in the Petition for Establishment of the District ("Petition") and as permitted by the Community Improvement District Act, Section 67.1401 et seq., RSMo (collectively, the "District Purposes").
- B. The District shall provide revenues to fund District Purposes through the imposition of a community improvement district sales and use tax at a rate up to one percent (1%) ("CID Sales Tax").
- C. Developer has advanced, and shall hereafter advance, funds for the establishment and operation of the District and funds for implementation of the District Purposes.
- D. The District and Developer desire to provide for reimbursement to Developer of costs and expenses actually paid and incurred by Developer in connection with the establishment and operation of the District and the implementation of the District Purposes ("District Costs"), but only to the extent that the District Costs are not otherwise reimbursed to the Developer and there are otherwise sufficient unencumbered funds of the District to pay the District Costs.

Therefore, in consideration of mutual promises and covenants, and for good and valuable consideration, receipt of which is hereby acknowledged, the District and Developer agree as follows:

1. The parties acknowledge that District Costs include costs actually paid and incurred by the Developer both before and after the formation of the District, it being understood that the Developer shall fund future costs as necessary to operate the District and implement the District Purposes to the extent that revenue designated from the CID Sales Tax to pay such costs is insufficient. The parties further acknowledge that the Developer's obligation to fund future District Costs is intended to maximize the District revenue available to pay debt service on bonds that may be issued or other financing obtained in connection with the District Purposes and to otherwise cover shortfalls in District revenue.

2. Developer shall submit to the District true, complete and accurate statements of District Costs incurred.

3. The District shall review all statements of District Costs. Based on such review, the District shall approve for reimbursement all District Costs actually paid or incurred by Developer and properly chargeable to the establishment, maintenance and operation of the District and to the implementation of the District Purposes.

4. All District Costs approved for payment by the District shall accrue interest at the prime rate as reported by the *Wall Street Journal*, plus two percent (2%) per annum, adjusted on the first day of each calendar quarter, calculated from the date of approval by the District, until reimbursed pursuant to this

Agreement. The interest rate allowed pursuant to this paragraph shall not exceed ten percent (10%) per annum.

5. The District, subject to annual appropriation, shall pay to Developer such amounts necessary to pay or reimburse Developer for those District Costs approved by the District pursuant to Section 3 above, provided, however, that the District's reimbursement obligation is further conditioned upon and limited to: (a) only those District Costs that are not otherwise reimbursed to the Developer from proceeds of bonds issued by the District, the City or other governmental body in connection with the District Purposes or other financing or funding obtained by the District; and (b) after the payment of operating costs with District revenue designated for such purpose, the availability of otherwise unencumbered funds generated by the CID Sales Tax. For the purposes of this Agreement, in the event that the District obtains financing or issues bonds or pledges its revenue to pay debt service on such financing or bonds issued by the City or other governmental body in connection with the District Purposes, the funds generated by the CID Sales Tax and pledged to pay debt service on any such financing or bonds shall constitute encumbered funds and shall not be available to reimburse the Developer hereunder.

6. This Agreement shall be and remain in effect until the earlier of (a) payment in full of all approved District Costs, plus accrued interest, or (b) termination of the CID Sales Tax.

7. This Agreement shall be governed by and construed in accordance with the laws of the State of Missouri.

8. This Agreement shall be binding upon, and shall inure to the benefit of, the District and Developer, and their respective successors and assigns.

9. This Agreement may be executed in two or more counterparts, each of which shall be deemed to be an original and all of which together shall constitute by one and the same instrument.

10. The Recitals are incorporated into and made a part of this Agreement as if fully set forth herein.

IN WITNESS WHEREOF, the parties hereto have set their hands as of the date first above written.

**801 WESTPORT ROAD COMMUNITY  
IMPROVEMENT DISTRICT**

By: \_\_\_\_\_  
Chairman

ATTEST:

By: \_\_\_\_\_  
Secretary

**ADMJM WP1, LLC**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_



**801 WESTPORT ROAD COMMUNITY IMPROVEMENT DISTRICT**

**Resolution 2019:05**

***Authorizing Participation in State of Missouri Sales Tax Holidays***  
**Adopted May 30, 2019**

WHEREAS, by Ordinance No. 190375, adopted on May 16, 2019, and pursuant to the Community Improvement District Act, Sections 67.1401 *et seq.*, RSMo ("Act"), the City of Council of the City of Kansas City, Missouri approved the Petition for Establishment of the 801 Westport Road Community Improvement District, thereby creating the 801 Westport Road Community Improvement District ("District") in accordance with the Act; and

WHEREAS, in 2004, the Missouri General Assembly enacted Senate Bill 11, establishing a sales tax holiday (the "Back to School Sales Tax Holiday"), in Section 144.049, RSMo, which exempts certain back-to-school purchases, such as clothing, school supplies, computers, and other items as defined by the statute, from sales tax during a three-day period beginning at 12:01 a.m. on the first Friday in August and ending at midnight on the following Sunday of each year;

WHEREAS, in 2008, the Missouri General Assembly enacted Senate Bill 1181, establishing the Show Me Green Sales Tax Holiday (the "Green Sales Tax Holiday") in Section 144.526, RSMo, which legislation exempts the sale of certain Energy Star certified appliances from sales tax during a seven-day period beginning on April 19 and ending April 25 of each year;

WHEREAS, as a political subdivision of the State of Missouri, the 801 Westport Road Community Improvement District ("District") is authorized to determine whether or not it will participate in the Back to School Sales Tax Holiday and the Green Sales Tax Holiday (collectively, the "Sales Tax Holidays");

WHEREAS, the District desires to conform with the position of the City of Kansas City concerning participation in the Sales Tax Holidays during 2019 and future years.

THEREFORE, BE IT RESOLVED, that the District elects to conform to the position of the City of Kansas City with regard to participation in the Sales Tax Holidays during 2019 and future years; and

RESOLVED FURTHER, that the Chairman or other officer of the District, in coordination with legal counsel, is authorized and directed to send written notice of the District's election to the Missouri Department of Revenue in a timely manner by forwarding a copy of this Resolution following its execution and to perform such other actions as may be necessary to carry out the intent of this Resolution.

  
\_\_\_\_\_  
Chairman

ATTEST:

  
\_\_\_\_\_  
Secretary

**801 WESTPORT ROAD COMMUNITY IMPROVEMENT DISTRICT**

**RESOLUTION 2019:06**

**APPROVING BUDGETS AND APPROPRIATING REVENUE FOR DISTRICT OPERATIONS**

**Adopted May 30, 2019**

WHEREAS, by Ordinance No. 190375 ("Creation Ordinance"), adopted on May 16, 2019, and pursuant to the Community Improvement District Act, Sections 67.1401 *et seq.*, RSMo ("Act"), the City Council of the City of Kansas City, Missouri ("Aldermen") approved the Petition for Establishment of the 801 Westport Road Community Improvement District ("Petition"), thereby creating the 801 Westport Road Community Improvement District ("District") in accordance with the Act; and

WHEREAS, by Resolution No. 2019:03 dated May 30, 2019, the District authorized imposition of a one percent (1.0%) sales and use tax ("Sales Tax") on all retail sales made within the District, subject to approval by the qualified voters in accordance with the Act and to the limitations set forth in Section 67.1545, RSMo, for a maximum period of thirty (30) years after the date upon which the Sales Tax first becomes effective; and

WHEREAS, pursuant to Section 67.010, RSMo, the District is required to budget expenditures and appropriate funds for the fiscal year ending April 30, 2020; and

WHEREAS, the District desires to adopt a budget setting forth the District's projected revenues and expenditures and to appropriate funds for operations for the fiscal year ending April 30, 2020.

NOW, THEREFORE, BE IT RESOLVED THAT:

1. The budget ("Budget") attached to this Resolution as Exhibit A for the fiscal year ending April 30, 2020 is approved.
2. The District reasonably anticipates that there will be sufficient funds available to the District to pay all other operating expenditures that the District will be reasonably expected to make.
3. The District appropriates revenues as set forth as expenditures in the Budget, except for that amount reasonably necessary to pay operating expenses of the District. This appropriation shall be for the fiscal year ending April 30, 2020.
4. The appropriate officers of the District are authorized to expend the funds appropriated in accordance with the Budget.

  
Chairman

ATTEST:

  
Secretary

## EXHIBIT A

### 801 WESTPORT ROAD COMMUNITY IMPROVEMENT DISTRICT

#### FISCAL YEAR 2020 BUDGET

#### BUDGET MESSAGE

The 801 Westport Road Community Improvement District ("District") was created by Ordinance No. 190375 ("Creation Ordinance"), adopted by the City Council of the City of Kansas City, Missouri, on May 16, 2019, pursuant to the Community Improvement District Act, Sections 67.1401 *et seq.*, RSMo ("Act"). The stated purpose of the District is to fund: (a) public improvements within the District and the maintenance thereof as permitted by the Act or as required pursuant to a Cooperative Agreement between the District and the City, including ADMJM WP1, LLC; (b) Professional Fees; (c) Contingency; and (d) other improvements and services necessary to carry out the purposes of the District and as permitted under the Act or as authorized by the Petition for Establishment of the 801 Westport Road Community Improvement District as approved by the Creation Ordinance, including, without limitation, such administrative costs to operate the District in accordance with the Act and as contemplated in the Petition and the Creation Ordinance.

Subject to approval by the qualified voters within the District, the District is authorized to levy a sales and use tax at a rate of up to one percent (1.0%) on retail sales within the District

The District has adopted a fiscal year beginning May 1 and ending April 30 of each year. The budget for Fiscal Year 2020 provides funds for administrative costs and eligible projects and services.

#### BUDGET SUMMARY

The District shall apply CID Sales Tax revenues to pay reimbursement obligations and to fund future operating costs of the District.

**Budget for Fiscal Year Ending April 30, 2020**

*(see attached pages)*

801 Westport Road Community Improvement District

Proposed Budget - Fiscal Year Ending April 30, 2020

FY 2019-2020  
Budget

REVENUE

CID sales tax revenues	\$	12,000
Advances from developer		-

TOTAL REVENUES		12,000
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EXPENDITURES

Project Expenditures	3,720
Repayment of debt on developers advances (including accrued interest)	-

Operating Expenditures

Accounting fees	2,000
Insurance costs	1,280
Legal fees	5,000

TOTAL EXPENDITURES	12,000
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EXCESS OF REVENUES OVER

EXPENDITURES AND TRANSFERS

\$	-
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BUDGET SUMMARY

The district budget is presented in accordance with the requirements of Missouri statute on a cash basis.

**801 WESTPORT ROAD COMMUNITY IMPROVEMENT DISTRICT**

**RESOLUTION 2020:01**

**APPROVING BUDGET AND APPROPRIATING REVENUE FOR DISTRICT OPERATIONS**

**Adopted by the Board of Directors January 30, 2020**

WHEREAS, by Ordinance No. 190375 ("Creation Ordinance"), adopted on May 16, 2019, and pursuant to the Community Improvement District Act, Sections 67.1401 *et seq.*, RSMo ("Act"), the City Council of the City of Kansas City, Missouri ("Aldermen") approved the Petition for Establishment of the 801 Westport Road Community Improvement District ("Petition"), thereby creating the 801 Westport Road Community Improvement District ("District") in accordance with the Act; and

WHEREAS, by Resolution No. 2019:03 dated May 30, 2019, the District authorized imposition of a one percent (1.0%) sales and use tax ("Sales Tax") on all retail sales made within the District, subject to approval by the qualified voters in accordance with the Act and to the limitations set forth in Section 67.1545, RSMo, for a maximum period of thirty (30) years after the date upon which the Sales Tax first becomes effective; and

WHEREAS, pursuant to Section 67.010, RSMo, the District is required to budget expenditures and appropriate funds for the fiscal year ending April 30, 2020; and

WHEREAS, the District desires to adopt a budget setting forth the District's projected revenues and expenditures and to appropriate funds for operations for the fiscal year ending April 30, 2021.

NOW, THEREFORE, BE IT RESOLVED THAT:

1. The budget ("Budget") attached to this Resolution as Exhibit A for the fiscal year ending April 30, 2021 is approved.
2. The District reasonably anticipates that there will be sufficient funds available to the District to pay all other operating expenditures that the District will be reasonably expected to make.
3. The District appropriates revenues as set forth as expenditures in the Budget, except for that amount reasonably necessary to pay operating expenses of the District. This appropriation shall be for the fiscal year ending April 30, 2021.
4. The appropriate officers of the District are authorized to expend the funds appropriated in accordance with the Budget.

APPROVED:

  
\_\_\_\_\_  
Chairman

## EXHIBIT A

### 801 WESTPORT ROAD COMMUNITY IMPROVEMENT DISTRICT

#### **FISCAL YEAR 2020 BUDGET**

#### BUDGET MESSAGE

The 801 Westport Road Community Improvement District ("District") was created by Ordinance No. 190375 ("Creation Ordinance"), adopted by the City Council of the City of Kansas City, Missouri, on May 16, 2019, pursuant to the Community Improvement District Act, Sections 67.1401 *et seq.*, RSMo ("Act"). The stated purpose of the District is to fund: (a) public improvements within the District and the maintenance thereof as permitted by the Act or as required pursuant to a Cooperative Agreement between the District and the City, including ADMJM WP1, LLC; (b) Professional Fees; (c) Contingency; and (d) other improvements and services necessary to carry out the purposes of the District and as permitted under the Act or as authorized by the Petition for Establishment of the 801 Westport Road Community Improvement District as approved by the Creation Ordinance, including, without limitation, such administrative costs to operate the District in accordance with the Act and as contemplated in the Petition and the Creation Ordinance.

Subject to approval by the qualified voters within the District, the District is authorized to levy a sales and use tax at a rate of up to one percent (1.0%) on retail sales within the District

The District has adopted a fiscal year beginning May 1 and ending April 30 of each year. The budget for Fiscal Year 2020 provides funds for administrative costs and eligible projects and services.

#### BUDGET SUMMARY

The District shall apply CID Sales Tax revenues to pay reimbursement obligations and to fund future operating costs of the District.

801 Westport Road Community Improvement District

Proposed Budget - Fiscal Year Ending April 30, 2021

	Budget	
REVENUE		
CID sales tax revenues	\$	39,778
Advances from developer		
TOTAL REVENUES		39,778
EXPENDITURES		
Project Expenditures		
Repayment of debt on developers advances (including accrued interest)		31,498
Operating Expenditures		
Accounting fees		2,000
Insurance costs		1,280
Legal fees		5,000
TOTAL EXPENDITURES		39,778
EXCESS OF REVENUES OVER EXPENDITURES AND TRANSFERS		
	\$	-

BUDGET SUMMARY

The district budget is presented in accordance with the requirements of Missouri statute on a cash basis.