

**ROUSE FRETS WHITE GOSS  
GENTILE RHODES, P.C.**

PATRICIA R. JENSEN  
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816.502.4723

August 31, 2020

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

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

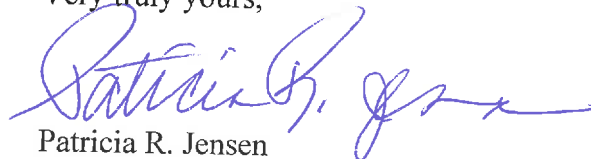
**Re: Marketplace 152 Community Improvement District**

Dear Ms. Sanders and Mr. Dixon:

In accordance with Section 67.1471.4 RSMo, the Annual Report of the Marketplace 152 Community Improvement District for FYE April 30, 2020 is enclosed.

Please contact me if you have any questions or require additional information.

Very truly yours,



Patricia R. Jensen

Enclosures

PRJ:bz

cc: Benny Hoy ([bhoy@hoyexcavating.com](mailto:bhoy@hoyexcavating.com))  
Chuck Mussorici, Jr. ([chuck.mussorici@cbre.com](mailto:chuck.mussorici@cbre.com))  
City Planning & Development ([planning@kcmo.org](mailto:planning@kcmo.org))  
Ms. Becky Ziegler (w/encs.)

{33038 / 68294; 892590. }

**MARKETPLACE 152 COMMUNITY IMPROVEMENT DISTRICT**  
**A Missouri Political Subdivision**

**ANNUAL REPORT FOR FISCAL YEAR**  
**MAY 1, 2019 - APRIL 30, 2020**

**SECTION I – GENERAL INFORMATION**

**Effective Date:** April 30, 2020

**Contact Information:**

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

**Date of Formation:** December 15, 2016

**Ordinance No.:** 160914

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

District was established for the purposes of providing funding for the funding, design, construction, demolition, removal, renovation, reconstruction or rehabilitation of certain public improvements or portions thereof and related improvements and structures within the boundaries of the District.

**SECTION III – BOARD OF DIRECTORS**

Charles Mussoricci, Jr., Benny Hoy, Marvin Davis, Anthony Conforti and Brad Carlson

**SECTION IV – REVENUE AND EXPENSES**

<b>INCOME:</b>	
Sales Tax	\$0
<b>TOTAL INCOME</b>	<b>\$0</b>
<b>EXPENSES:</b>	
Administrative	\$0
Services	\$0
Interest Expense	\$0
Capital Improvements	\$0
Other: Reimbursements of Funds Advanced-Improvements)	\$0
<b>TOTAL EXPENSES</b>	<b>\$0</b>
<b>TOTAL INCOME</b>	<b>\$0</b>
<b>LESS TOTAL EXPENSES</b>	<b>\$0</b>
<b>BALANCE</b>	<b>\$0</b>

**SECTION V – RESOLUTIONS APPROVED 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  
Resolution 2020:02

**MARKETPLACE 152 COMMUNITY IMPROVEMENT DISTRICT**

**Resolution 2019-01**  
**Election of District Officers**  
**Adopted November 20, 2019**

**WHEREAS**, the Marketplace 152 Community Improvement District ("District"), which was formed by Ordinance No. 160914 dated December 15, 2016 adopted by 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 pursuant to the Community Improvement District Act, Sections 67.1401 through 67.1571, RSMo, as amended ("CID Act"); and

**WHEREAS**, the Board of Directors of the District desires to elect a chairman, vice chairman, secretary and treasurer as the District's officers;

**THEREFORE, BE IT RESOLVED**, that the Board of Directors elects the following:

Chairman: Chuck Mussorici, Jr.  
Vice Chairman: Benny Hoy  
Secretary/Treasurer: Janese Hoy

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

APPROVED:

  
\_\_\_\_\_  
Janese Hoy, Secretary

# MARKETPLACE 152 COMMUNITY IMPROVEMENT DISTRICT

## Resolution No. 2019:02 Approval of Administrative Matters Adopted November 20, 2019

**WHEREAS**, the Marketplace 152 Community Improvement District ("District"), which was formed by Ordinance No. 160914 dated December 15, 2016 adopted by 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 pursuant to the Community Improvement District Act, Sections 67.1401 through 67.1571, RSMo, as amended ("CID Act"); and

**WHEREAS**, the Board of Directors desire to approve various matters relating to the administration of the District;

### **THEREFORE, BE IT RESOLVED THAT:**

Section 1. Robert's Rules of Order is adopted for the conduct of all meetings of the Board of Directors.

Section 2. Rouse Frets White Goss Gentile Rhodes, P.C., is selected as legal counsel for the District ("Counsel").

Section 3. SE Cooper & Associates is selected as accountants for the District ("Accountant").

Section 4. As required by R.S.Mo. §§ 67.140 *et seq.* ("CID Act"), the fiscal year of the District shall be the same as the fiscal year of the City of Kansas City, Missouri ("City"), which fiscal year at the time of the establishment of the District is May 1 to April 30 of each year.

Section 5. The official address for the District shall be c/o Rouse Frets White Goss Gentile Rhodes, P.C., 4510 Belleview, Suite 300, Kansas City, MO 64111.

Section 6. Counsel and/or appropriate officers of the District are authorized to obtain a Federal ID Number for the District if necessary.

Section 7. Counsel and/or appropriate officers of the District are authorized to open one or more bank accounts in the name of the District.

Section 8. The Accountant is directed to prepare and submit to the Board an annual budget as required under the CID Act for the Board's review and approval.

Section 9. Counsel and/or appropriate officers of the District are authorized and directed to obtain quotes for the purchase of director's and officer's liability insurance.

**EXHIBIT A**

**Bylaws**

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. 160914.

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 appointed by the Mayor with the consent of the City Council by resolution from a slate of candidates submitted by the Board to the City Clerk 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 shall 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 3.11 Action. The concurrence of the majority of the Directors present in any meeting at which at 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 any 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.



(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



## 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.

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

**A. SOLE SOURCE PURCHASING**

The Marketplace 152 Community Development District may determine that a single feasible procurement source for the purchase of supplies or contractual services exists based upon at least one (1) of 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 three (3) 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.

**SUNSHINE LAW POLICY  
MARKETPLACE 152 COMMUNITY IMPROVEMENT DISTRICT**

**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 Marketplace 152 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;

## **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,

### **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



- 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)).

MARKETPLACE 152 COMMUNITY IMPROVEMENT DISTRICT ("DISTRICT")

**PREVAILING WAGES AND PROCUREMENT OF WORK POLICY**

As a part of the contracting process for completion of the portion 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 subject to prevailing wage laws, 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;



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.

# MARKETPLACE 152 COMMUNITY IMPROVEMENT DISTRICT

## Resolution 2019-03

### **Approval of a Levy of Sales Tax Within the District to Accomplish the Purposes of the District Adopted November 20, 2019**

**WHEREAS**, by Ordinance No. 160914 ("Creation Ordinance"), passed on December 15, 2016, and pursuant to the Community Improvement District Act, Sections 67.1401 *et seq.*, RSMo ("Act"), the City Council of Kansas City, Missouri ("City Council") approved the Petition to Establish the Marketplace 152 Community Improvement District ("Petition"), thereby creating the Marketplace 152 Community Improvement District ("District") in accordance with the Act; and

**WHEREAS**, pursuant to the powers granted under the Act, the Board of Directors of the District hereby desires to levy a sales 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 tax ("Sales Tax") at the maximum rate of 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 effective date of the Creation Ordinance 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) further all other lawful purposes of the District under the Act and services authorized by the Petition to Establish the District as approved by the City Council by Ordinance No. 160914 dated December 15, 2016. 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 Marketplace 152 Community Improvement District impose a community improvement district-wide sales tax at the maximum rate of one percent (1.0%) for a period of thirty (30) years from the effective date of the city ordinance creating the District or such other period to coincide with the termination of the District in accordance with the Community Improvement District Act, Section 67.1401 et seq., RSMo ("Act"), for the purpose of providing funding for the services and improvements described in the Petition to Establish the District as approved by the City Council of the City of Kansas City, Missouri by Ordinance No. 160914 dated December 15, 2016 ("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) further all other lawful purposes of the District under the Act and services authorized by the Petition?*

☐ 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 a special trust fund and expended solely for the purposes described in Section 3 above.

Section 7. The Chairman and legal counsel of the District are hereby authorized to take all measures necessary to implement the mail-in election regarding the Sales Tax, including but not limited to executing a notice of election to the ~~Jackson~~ <sup>CLAY</sup> County Board of Election Commissioners and filing a motion with the ~~Jackson~~ <sup>CLAY</sup> County Circuit Court for an order permitting late notification of an election, and any action taken by or on behalf of the District prior to the date of this Resolution in connection with such election is hereby ratified, approved, and confirmed.

APPROVED:

  
Janese Hoy, Secretary

# MARKETPLACE 152 COMMUNITY IMPROVEMENT DISTRICT

## Resolution No. 2019-04

### Approval of Developer Reimbursement Agreement

Adopted November 20, 2019

**WHEREAS**, by Ordinance No. 160914 ("Creation Ordinance"), adopted on December 15, 2016, and pursuant to the Community Improvement District Act, Sections 67.1401 *et seq.*, RSMo (the "Act"), the City Council of the City of Kansas City, Missouri approved the Petition to Establish the Marketplace 152 Community Improvement District ("Petition"), thereby creating the Marketplace 152 Community Improvement District ("District") in accordance with the Act; and

**WHEREAS**, because the District does not currently have a source of funds to finance costs it will incur in the initial administration of the District's operations, Highway 152 Investors, LLC has agreed to advance funds to finance such costs, subject to its later reimbursement from revenue generated by the District's sales tax, subject to annual appropriation, and the parties have memorialized their duties with respect to such funds and reimbursement in the Reimbursement Agreement attached hereto as **Exhibit A** ("Reimbursement Agreement"); and

**WHEREAS**, pursuant to its powers under R.S.Mo. §§ 67.1401 *et seq.* the Directors have determined that it is in the best interest of the District to approve and authorize the execution of the Reimbursement Agreement.

**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 Chairman of the District is authorized and directed to execute the Reimbursement Agreement.

APPROVED:

  
Janese Hoy, Secretary

## DEVELOPER REIMBURSEMENT AGREEMENT

This Reimbursement Agreement ("Agreement") is made and entered into effective as of the 20 day of November, by and between the MARKETPLACE 152 COMMUNITY IMPROVEMENT DISTRICT ("District"), a political subdivision of the State of Missouri, and HIGHWAY 152 INVESTORS, LLC, a Missouri limited liability company ("Developer").

### RECITALS

- A. By Ordinance No. 160914 of the City Council of the City of Kansas City, Missouri ("City") adopted on December 15, 2016, the District was established for the purpose of providing funding for certain improvements and services within the District as described in the Petition to Establish the District ("Petition") and as permitted by the Community Improvement District Act, Section 67.1401 et seq., RSMo (collectively, "District Purposes").
- B. The District shall provide revenues to fund the District Purposes through the imposition of a community improvement district sales tax at a rate not to exceed 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 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; 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 issues bonds or pledges its revenue to pay debt service on 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 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.

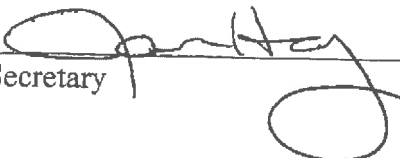


IN WITNESS WHEREOF, the parties hereto have set their hands as of the date first above written.

MARKETPLACE 152 COMMUNITY  
IMPROVEMENT DISTRICT

By:   
Chairman

ATTEST:

By:   
Secretary

HIGHWAY 152 INVESTORS, LLC

By: 

Name: Marvin Davis

Title: Managing Member



# MARKETPLACE 152 COMMUNITY IMPROVEMENT DISTRICT

## Resolution 2019-05

### Approval of District Participation in State Sales Tax Holidays

Adopted November 20, 2019

**WHEREAS**, the Marketplace 152 Community Improvement District ("District"), which was formed by Ordinance No. 160914 dated December 15, 2016 adopted by 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 pursuant to the Community Improvement District Act, Sections 67.1401 through 67.1571, RSMo, as amended ("CID Act"); and

**WHEREAS**, in 2004, the Missouri General Assembly enacted Senate Bill 11, establishing a sales tax holiday ("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; and

**WHEREAS**, in 2008, the Missouri General Assembly enacted Senate Bill 1181, establishing the Show Me Green Sales Tax Holiday ("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; and

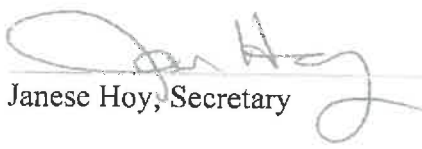
**WHEREAS**, as a political subdivision of the State of Missouri, the District is authorized to determine whether or not it will participate in the Back to School Sales Tax Holiday and the Green Sales Tax Holiday (collectively, the "Sales Tax Holidays"); and

**WHEREAS**, the District desires to conform with the position of the City of Kansas City, Missouri concerning participation in the Sales Tax Holidays.

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

**RESOLVED FURTHER**, that the District's Chairman and Secretary are 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.

APPROVED:

  
Janese Hoy, Secretary

**MARKETPLACE 152 COMMUNITY IMPROVEMENT DISTRICT**

**RESOLUTION NO. 2019-06**

**CALLING FOR A MAIL-IN BALLOT ELECTION OF DIRECTORS  
AND SUBMITTAL OF FILINGS FOR CANDIDATES THEREFORE**

**Adopted November 20, 2019**

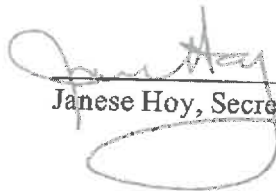
**WHEREAS**, the Marketplace 152 Community Improvement District ("District"), which was formed by Ordinance No. 160914 dated December 15, 2016 adopted by the City Council of the City of Kansas City, Missouri, is a political subdivision of the State of Missouri and is transacting business and exercising powers granted pursuant to the Community Improvement District Act, Sections 67.1401 through 67.1571, RSMo, as amended ("CID Act"); and

**WHEREAS**, pursuant to the terms of the Petition and RSMo §§ 67.1451 and 67.1551 of the Community Improvement District Act, RSMo §§ 67.104 *et seq.* ("Act"), successor directors shall be determined pursuant to a mail-in ballot election by the property owners within the District.

**THEREFORE, BE IT RESOLVED THAT:**

1. The District hereby calls for a mail-in ballot election and vote of qualified voters to elect successor directors to the Board of Directors, each to serve a four-year terms.
2. The District's counsel is authorized and directed to send written notice of such election to the City Clerk and the Clay County Election Authority and to take all other actions under the Act necessary to implement such election.
3. Pursuant to the Act, all parties wishing to be included on the successor director ballot shall pay the sum of five dollars (\$5.00) to the District as a filing fee and shall file a Declaration of Candidacy that he/she possesses all of the qualifications set out in RSMo §67.1451. Thereafter, such candidate shall have his/her name placed on the ballot as a candidate for director.

**APPROVED:**

  
\_\_\_\_\_  
Janese Hoy, Secretary

**MARKETPLACE 152 COMMUNITY IMPROVEMENT DISTRICT**  
**Resolution No. 2020:01**

**Approval of a Budget, Appropriating Revenue for District Operations  
and Authorizing Further Actions Related Thereto  
Adopted by the Board of Directors January 28, 2020**

**WHEREAS**, by Ordinance No. 160914 ("Creation Ordinance"), passed on December 15, 2016, and pursuant to the Community Improvement District Act, Sections 67.1401 *et seq.*, RSMo ("Act"), the City Council of Kansas City, Missouri ("City Council") approved the Petition to Establish the Marketplace 152 Community Improvement District ("Petition"), thereby creating the Marketplace 152 Community Improvement District ("District") in accordance with the Act; and

**WHEREAS**, by Resolution 2019-03 dated November 20, 2019, the District authorized imposition of a one percent (1.0%) sales 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 period of thirty (30) years from the effective date of the Creation Ordinance or such other period to coincide with the termination of the District. The earliest that the Sales Tax is expected to become effective is July 1, 2020; and

**WHEREAS**, the Sales Tax will be imposed for the purpose of providing funding for construction of public infrastructure improvements within the District and the services and improvements described in the Petition, specifically including: (a) capital improvements within the District and 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 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) all other lawful purposes of the District under the Act and services authorized by the Petition (collectively, "Projects"); and

**WHEREAS**, the District reasonably anticipates that there will be sufficient funds available to the District from the Sales Tax and other revenue to pay all expenditures that the District will be reasonably expected to make during the referenced fiscal year; and

**WHEREAS**, pursuant to Section 67.010, RSMo, the District is required to budget expenditures and appropriate funds for fiscal year May 1, 2020-April 30, 2021; 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 May 1, 2020-April 30, 2021.

**THEREFORE, BE IT RESOLVED THAT:**

1. The budget ("Budget") attached as Exhibit A for fiscal year May 1, 2020-April 30, 2021, is approved.
2. The District reasonably anticipates that there will be sufficient funds available to the District from the Sales Tax to pay all 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 May 1, 2020-April 30, 2021.
4. The appropriate officers of the District are authorized to expend the funds appropriated in accordance with the Budget.

  
Janese Hoy, Secretary

**MARKETPLACE 152  
COMMUNITY IMPROVEMENT DISTRICT**

**FISCAL YEAR  
MAY 1, 2020 - APRIL 30, 2021  
BUDGET**

**MARKETPLACE 152  
COMMUNITY IMPROVEMENT DISTRICT**

**FISCAL YEAR MAY 1, 2020 - APRIL 30, 2021 BUDGET**

***BUDGET MESSAGE***

The Marketplace Community Improvement District ("District") was declared established by Ordinance No. 160914 of the City Council of the City of Kansas City on December 15, 2016. The District desires to fund, or assist in the funding of, certain services and improvements as allowed by Sections 67.1401 to 67.1571 RSMo.

The District has adopted a fiscal year beginning May 1 and ending April 30 of each year.

**MARKETPLACE 152  
COMMUNITY IMPROVEMENT DISTRICT**

**BUDGET  
FISCAL YEAR MAY 1, 2020 - APRIL 30, 2021**

	<i>Proposed Budget</i>			Fiscal Year Ending April 30, 2021
	Operating Fund Budget	Debt Service Budget	Project Funds Budget	
<b>REVENUES:</b>				
<b>Debt Service Funds:</b>				
Advances from developer	\$ -	\$ -	\$ 1,662,000	\$ 1,662,000
<b>Revenue Funds:</b>				
CID Sales & Use Tax Revenues	-	30,000	-	30,000
<b>TOTAL REVENUES</b>	-	30,000	1,662,000	1,692,000
<b>EXPENDITURES:</b>				
CID public improvements	-	-	1,650,000	1,650,000
CID start-up costs	-	-	12,000	12,000
Repayment of debt on developers advances (including accrued interest)	-	14,500	-	14,500
Accounting fees	4,000	-	-	4,000
Legal fees	10,000	-	-	10,000
Insurance costs	1,500	-	-	1,500
Other operating costs of the district	-	-	-	-
<b>TOTAL EXPENDITURES</b>	15,500	14,500	1,662,000	1,692,000
<b>TRANSFERS TO/(FROM) OTHER FUNDS</b>	15,500	(15,500)	-	-
<b>EXCESS OF REVENUES OVER EXPENDITURES AND TRANSFERS</b>	\$ -	\$ -	\$ -	\$ -

**MARKETPLACE 152  
COMMUNITY IMPROVEMENT DISTRICT**

**FISCAL YEAR MAY 1, 2020 - APRIL 30, 2021 BUDGET**

***BUDGET SUMMARY***

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



**MARKETPLACE 152 COMMUNITY IMPROVEMENT DISTRICT**

**RESOLUTION 2020:02**  
**APPROVING REIMBURSEMENT TO HIGHWAY 152**  
**INVESTORS, LLC FOR PROJECT COSTS**

**Adopted by the Board of Directors on January 28, 2020**

WHEREAS, as the Marketplace 152 Community Improvement District ("District") did not have a source of funds to finance its formation costs incurred in the initial administration of its operations, Highway 152 Investors, LLC, a Missouri limited liability company ("Developer"), has advanced certain funds to finance such costs, subject to their later reimbursement from revenue generated by the District's one percent (1.0%) sales tax; and

WHEREAS, pursuant to the Developer Reimbursement Agreement, dated November 20, 2019, between the District and Developer, the parties desire to provide for reimbursement to the Developer for costs and expenses paid and/or incurred by the Developer in connection with the establishment, maintenance and operation of the District and for the development, construction and implementation of the District's projects in the amount of \$11,393.82.

THEREFORE, BE IT RESOLVED, that the District hereby approves the reimbursement of costs paid and/or incurred by the Developer in the amount of \$11,393.82, substantially in the form set forth on the Certificate of Reimbursable Public Improvement Project Costs attached hereto as Exhibit A.

APPROVED:

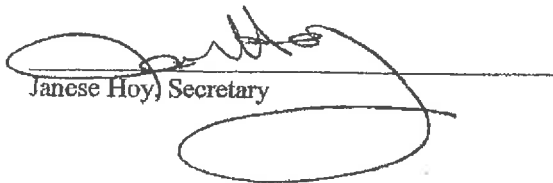
  
Janese Hoy, Secretary

EXHIBIT A

**Certificate of Reimbursable Public Improvement Project Costs**

TO: Marketplace 152 Community Improvement District

RE: Reimbursable costs .

You are hereby notified, in accordance with the terms of the Developer Reimbursement Agreement ("Reimbursement Agreement") dated effective November 20, 2019, by and between the Marketplace 152 Community Improvement District ("District"), and Highway 152 Investors, LLC, a Missouri limited liability company ("Developer"), the Developer has incurred project costs set forth on Schedule 1.

Terms not otherwise defined herein shall have the meaning ascribed to such terms in the Petition for the Creation of the District ("Petition") and Reimbursement Agreement. The undersigned hereby states and certifies that:

1. Each item listed on Schedule 1 is a project cost incurred in connection with the construction of the District Projects ("Project Cost") as set forth in the Petition.
2. These Project Costs have been incurred by the Developer and have been paid by the Developer and are payable or reimbursable under the Reimbursement Agreement.
3. Each item listed above has not previously been paid or reimbursed by the District under the terms of the Reimbursement Agreement and no part thereof has been included in any other certificate.
4. No notice of any lien, right of lien or attachment upon or claim affecting the right of any person, firm or corporation to receive payment of the amounts stated in this request, except to the extent any such lien is being contested in good faith, has been filed with or served upon the Developer.
5. All necessary permits and approvals required for the work for which this certificate relates were issued and were in full force and effect at the time such work was being performed.
6. All work for which payment or reimbursement is requested has been performed in a good and workmanlike manner.
7. In the event that any cost item to be reimbursed under this certificate is deemed to not be eligible for reimbursement, the Developer shall have the right to substitute other eligible Project Costs for payment hereunder.

Dated as of January 28, 2020

Highway 152 Investors, LLC

By:  member

Certified for Payment this 28<sup>th</sup> day of January, 2020

MARKETPLACE 152 COMMUNITY IMPROVEMENT DISTRICT

By: 

**SCHEDULE 1**

	Amount	Description of Reimbursable Development Project Costs
Formation Costs	\$11,393.82	Legal
<b>TOTAL</b>	<b>\$11,393.82</b>	