ANNUAL REPORT FOR WESTPORT COMMUNITY IMPROVEMENT DISTRICT I ("CID")

SECTION I

Date: August 21, 2020
CID Contact Information: Franklin Kimbrough, Executive Director
kim@wrbl.org (816) 531-4370

Political Subdivision or Not for Profit: Not for Profit
Date of and Ordinance No: April 15, 2004 amended September 25, 2008 Ordinance #040406 and 080917 respectively

SECTION II

PURPOSES OF CID AND SERVICES PERFORMED DURING FISCAL YEAR:

The primary purpose of the CID is to facilitate economic development and continuously improve conditions that support the business climate for property and business owners as well as the aesthetics for residents.

The services provided by the CID include security, event management, and administration.

SECTION III

BOARD MEMBERS AS OF DATE OF MOST RECENT ANNUAL MEETING:

Steve Block – Chair
Pam Ptacek – Vice Chair
Victoria Rosengarten– Secretary
Scott Ruther– Treasurer
Kyle Kelly
Larry Goldman
Randi Lefko
Zach Marten
Adam Tholen
Christie Montague
Troy Coats

SECTION IV

REVENUE AND EXPENSES: See attached Statement of Financial Position and Statement of Revenue and Expense

INCOME:		
a)		\$
b)		
c)		
TOTAL INCOME		\$
EXPENSES:		
I. Administrative:		
a)	\$	
b)		
c)		
SUB-TOTAL	\$	
II. Services:		
a)	\$	
b)		
c)		·
SUB-TOTAL	\$	
III. Capital Improvements		
a)	\$	
b)		
c)		
SUB-TOTAL	\$	
IV. Other		
a)	\$	
b)		
<u>c)</u>		
SUB-TOTAL	<u> </u>	
EXPENSE TOTAL:		
I. Administrative	<u> </u>	
II. Services		
III. Capital Improvements		
IV. Other		
TOTAL EXPENSES	<u>\$</u>	
		•
TOTAL INCOME		\$
LESS TOTAL EXPENSES		6
BALANCE		\$

Westport Community Improvement District #1, Inc.

Financial Statement

April 30, 2020

Mendus & Associates, P.C.

CERTIFIED PUBLIC ACCOUNTANT 107 Archibald Street KANSAS CITY, MISSOURI 64111-2214

VOICE '

(816) 756-1980

FACSIMILE

(816) 756-1842

Accountant's Compilation Report

Board of Directors
Westport Community Improvement District #1, Inc.
Kansas City, Missouri 64111

City of Kansas City, Missouri

Missouri Department of Economic Development

We have compiled the accompanying Statement of Financial Position as of April 30, 2020, for the Westport Community Improvement District #1, Inc., a Missouri Not-for-Profit Corporation that is exempt from income tax, and the Statement of Revenue and Expense for the twelve months then ended. We have not audited or reviewed the accompanying financial statements and accordingly, do not express an opinion or provide any assurance about whether the financial statements are in accordance with accounting principles generally accepted in the United States of America.

Management is responsible for the preparation and fair presentation of the financial statements in the form prescribed by the City of Kansas City, Missouri and for designing, implementing, and maintaining internal control relevant to the preparation and fair presentation of the financial statements.

Our responsibility is to conduct the compilation in accordance with Statements on standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. The objective of a compilation is to assist management in presenting financial information in the form of financial statements without undertaking to obtain or provide any assurance that there are no material modifications that should be made to the financial statements.

These financial statements are prepared on a modified accrual basis of accounting. The modifications are that the allowances for assessments receivable are treated as a component of equity rather than as a liability.

This financial statement is presented in accordance with the requirement of the City of Kansas City, Missouri, and the Missouri Department of Economic Development which differ from generally accepted accounting principles. Accordingly, this financial statement is not designed for those who are not informed about such differences.

We are not independent with respect to the Westport Community Improvement District #1, Inc. because we make decisions about how to classify transactions.

Mendus & Associates, P.C.

Jender & associates, P.C.

Certified Public Accountant

August 17, 2020

Westport Community Improvement District #1 Statement of Financial Position As of April 30, 2020

100570	Apr 30, 20
ASSETS Current Assets Checking/Savings	
CCB - CID I Operating CCB - Money Market Reserve	3,291.16
CCB - Money Market	560,280.80 10,954.54
Total Checking/Savings	574,526.50
Other Current Assets Assessments receivable 2019	11,027.43
Assessments receivable 2019	18,413.40
Deferred Fees Prepaid Expense	7,837.46 281,327.24
Total Other Current Assets	318,605.53
Total Current Assets	893,132.03
TOTAL ASSETS	893,132.03
LIABILITIES & EQUITY Liabilities Current Liabilities Accounts Payable Accounts payable Total Accounts Payable	330.00 330.00
Other Current Liabilities	330.00
Deferred Revenue	796,021.63
Total Other Current Liabilities	796,021.63
Total Current Liabilities	796,351.63
Total Liabilities	796,351.63
Equity	
Allowance for assessments Retained Earnings	17,165.23 77,000.22
Net Income	2,614.95
Total Equity	96,780.40
TOTAL LIABILITIES & EQUITY	893,132.03

Westport Community Improvement District #1 Statement of Revenue and Expense For The Twelve Months May 1, 2019 through April 30, 2020

	May 2019 - April 2020
Income	
Assessments - net	1,253,110.06
Interest income	13,532.39
Other income	920.84
Program and Event Income	173,935.97
Total Income	1,441,499.26
Expense	
Accounting	4,960.00
Bank & bad check charges	557.82
CID renewal	9,401.63
Depreciation	27,089.69
Donations	0.00
Fees - Jackson County	12,673.62
Insurance	23,218.50
Interest	178.60
Internship	915.00
Licenses, fees and taxes	5,232.71
Marketing & Promotions	67,684.80
Meetings, Dues & Subscriptions	1,432.79
Misc.	
Office Equipment	1,951.71
Office Supplies, postage	968.82
Professional services	36,817.85
Rent	20,542.97
Salaries, Benefits and taxes	84,732.99
Security Service	1,130,397.40
Storage	915.00
Street Vacation	0.00
Telecommunications	4,517.95 1,588.38
Travel, Entertainment, Education	3,106.08
Utilities	3, 100.00
Total Expense	1,438,884.31
Net Income	2,614.95

SECTION V

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

RESOLUTION NUMBER	RESOLUTION TITLE
2019-06	Election of a new representative for a
	"Major Owner" to fill an unexpired term on
	the Board
2019-07	Establishment of a "Good Neighbor
	Agreement" for those seeking support for a
	new or enhanced liquor license within the
	District
2019-08	Approving Levy for Special Assessments
2019-09	Approving the Annual Budget
2019-10	Authorizing a short-term line of credit
2019-11	Scheduling a Special Meeting of the Board
2019-12	Cancelling a Special Meeting of the Board
2019-13	Approving an Amendment to the Annual
	Budget
2019-14	Approving an Engagement Letter for
	Accounting and Tax Preparation Services
2020-01	Approving Slate of Successor Directors
2020-02	Election of Officers

SUBMIT FORM AND ATTACHMENTS TO:

Missouri Dept of Economic Development

Attn: CID Annual Report

301 W. High Street, P. O. Box 118

Jefferson City, MO 65102 Phone: 1-573-526-8004

Fax: 1-573-522-9462

Email: missouridevelopment@ded.mo.gov

City Clerk

25th Floor, City Hall 414 E. 12th Street

Kansas City, MO 64106

Phone: (816) 513-3360

Fax: (816) 513-3353

Email: Marilyn.Sanders@kcmo.org

RESOLUTION OF THE BOARD OF DIRECTORS ("BOARD) OF THE WESTPORT COMMUNITY IMPROVEMENT DISTRICT I ("THE DISTRICT") CERTIFYING THE ELECTION OF A NEW REPRESENTATIVE FOR A MAJOR OWNER TO FILL AN UNEXPIRED TERM ON THE BOARD OF DIRECTORS

WHEREAS; the District was incorporated as a Missouri not-for-profit corporation on March 21, 2002 and the City Council of the City of Kansas City, Missouri approved the Petition to Establish the Westport Community Improvement District and Authorize Special Assessments on October 2, 2003 by Ordinance Number 031062; and

WHEREAS; the District has recently received the resignation of the representative for a Major Owner from the Board of Directors and seeks to fill that position for the remainder of the current term; and

WHEREAS; the Board of Directors has nominated Christie Montague as per the request of the Major Owner entitled to fill the remaining time on the current term for a "Major Owner" seat on the Board of Directors.

NOW, THEREFORE, BE IT RESOLVED, by the Board that Christie Montague is hereby elected to fill a position of a "Major Owner" on the Board of Directors and to fulfil the remaining term for that position.

This resolution shall take effect immediately upon approval of the Board.

Adopted this 21st day of May, 2019

Steve Blóck, Chairman

ATTEST:

RESOLUTION OF THE BOARD OF DIRECTORS ("BOARD") OF THE WESTPORT COMMUNITY IMPROVEMENT DISTRICT I ("THE DISTRICT") APPROVING A SAMPLE GOOD NEIGHBOR AGREEMENT FOR USE WITH ENTITIES APPLYING FOR NEW OR ENHANCED LIQUOR LICENSES WITHIN OR ADJACENT TO THE DISTRICT

WHEREAS; the District was incorporated as a Missouri not-for-profit corporation on March 21, 2002 and the City Council of the City of Kansas City, Missouri approved the Petition to Establish the Westport Community Improvement District and Authorize Special Assessments on October 2, 2003 by Ordinance Number 031062; and

WHEREAS; the Board desires to establish a sample contract in the form of a "Good Neighbor Agreement" whereby entities located within or immediately adjacent to the District could execute the agreement to secure the endorsement and/or support of the District for a new or enhanced liquor license application with the City of Kansas City Regulated Industries;

NOW, THEREFORE, BE IT RESOLVED, by the Board that the proposed sample "Good Neighbor Agreement" is hereby adopted for use with applicants seeking new or enhanced liquor licenses within or immediately adjacent to the District and that the Executive Director is authorized to execute the same on behalf of the District with all eligible applicants.

This resolution shall take effect immediately upon approval by the Board.

Adopted this 18th day of June, 2019

Steve Block, Chairman

RESOLUTION OF THE BOARD OF DIRECTORS ("BOARD) OF THE WESTPORT COMMUNITY IMPROVEMENT DISTRICT I ("THE DISTRICT") APPROVING LEVY OF SPECIAL ASSESSMENTS

WHEREAS; the Board of Directors (the "Board") of the Westport Community Improvement District (the District) desires to levy a special assessment against real property benefited within the District ("the CID Special Assessment") for the purpose of providing revenue for certain costs to be incurred by the District as described in the Petition to Establish the Westport Community Improvement District and Authorize Special Assessments (the "Petition), as approved on October 2, 2003 by the City Council of Kansas City, Missouri by Ordinance Number 031062; and

WHEREAS; pursuant to the Petition, each year the Board shall establish the rate of the CID Special Assessment for each established use category for each Tract, Lot or parcel of real property within the District ("Lot"); and

WHEREAS; the Board desires to set forth the applicable CID Special Assessment and use category for each Lot.

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the Westport Community Improvement District, as follows:

Section 1. Property Benefited. It is found that each tract, lot, and parcel of real property which is located within the District and listed on the Petition will be benefited by the financing of the Eligible Services (as defined in the Petition) and the operation of the District.

Section 2. CID Special Assessments. The Board hereby establishes and levies the following CID Special Assessments against real property in the District as follows:

- A. Each Lot, or portion of each Lot, which is classified by the Board as Category 1 is hereby levied a Special Assessment in the amount of \$1.7357 per square foot of Useable Area (as the term is defined in the Petition) (the "Category 1 Baseline Assessment").
- B. Each Lot, or portion of each Lot, which is classified by the Board as Category 2 is hereby levied a Special Assessment in the amount of \$1.0414 per square foot of Useable Area (the "Category 2 Baseline Assessment").
- C. Each Lot, or portion of each Lot, which is classified by the Board as Category 3 is hereby levied the Category 1 Baseline Assessment, plus the Extended Hours Assessment (as that term is defined in the Petition) in the amount of

\$3.4172 per square foot of Useable Space against twenty percent (20%) of the Useable Area of such Lot, or portion of such Lot.

- D. Each Lot, or portion of each Lot, which is classified by the Board as Category 4 is hereby levied the Category 1 Baseline Assessment, plus the Extended Hours Assessment against thirty-five percent (35%) of the Useable Area of such Lot, or portion of such Lot.
- E. Each Lot, or portion of each Lot, which is classified by the Board as Category 5 is hereby levied the Category 1 Baseline Assessment, plus seventy-five percent (75%) of the Graduated Extended Hours Assessment (as the term is defined in the Petition).
- F. Each Lot, or portion of each Lot, which is classified by the Board as Category 6 is hereby levied the Category 1 Baseline Assessment plus one hundred percent (100%) of the Graduated Extended Hours Assessment.
- G. Each Lot, or portion of each Lot, which is classified by the Board as Category 3, Category 5, or Category 6, and which has an area that has been determined by the Board to be used for dancing, is hereby levied, in addition to the foregoing applicable Special Assessments, an additional Dance Floor Assessment in an amount equal to the Extended Hours Assessment against ten percent (10%) of the Useable Area of such Lot, or Petition of such Lot.
- H. Each Lot, or portion of each Lot, which is classified by the Board as Category 7 is hereby levied the Residential Assessment (as that term is defined in the Petition) in the amount of ninety dollars and three cents (\$90.03) per Lot, or portion of such Lot.

<u>Section 3. Classification of Lots.</u> The classification of each Lot, or portion of each Lot, the applicable category, Useable Area and Total CID Special Assessment levied against each Lot, or portion of each Lot is set forth in Exhibit A.

Section 4. Collection of Assessments. The officers of the District are authorized and directed to take all such actions as are necessary or desirable to cause the Collector of Jackson County, Missouri to bill and to collect the CID Special Assessment as provided in this resolution and in the Petition.

Adopted this 16th day of July 2019.

Seve/Block, Chairman

ATTEST:

RESOLUTION OF THE BOARD OF DIRECTORS ("BOARD") OF THE WESTPORT COMMUNITY IMPROVEMENT DISTRICT I ("THE DISTRICT") APPROVING THE BUDGET FOR FISCAL YEAR 2020

WHEREAS; the District was incorporated as a Missouri not-for-profit corporation on March 21, 2002 and the City Council of the City of Kansas City, Missouri approved the Petition to Establish the Westport Community Improvement District and Authorize Special Assessments on October 2, 2003 by Ordinance Number 031062; and

WHEREAS; the Board desires to approve the District's proposed budget for fiscal year 2020 as presented in order to advance the enhanced services and programs described in the Petition.

NOW, THEREFORE, BE IT RESOLVED, by the Board that the proposed budget for fiscal year 2020 is approved as presented and the Executive Director of the District is authorized to take all further actions, in consultation with the Chairman or other officer, to carry out the purposes and intent of this Resolution.

This resolution shall become effective as of the first day of the 2020 fiscal year.

Adopted this 16th day of July, 2019

Steve Block, Chairman

ATTEST:

RESOLUTION OF THE BOARD OF DIRECTORS ("BOARD") OF THE WESTPORT COMMUNITY IMPROVEMENT DISTRICT I ("THE DISTRICT") AUTHORIZING A SHORT-TERM LINE OF CREDIT FOR THE CORPORATION

WHEREAS; the District was incorporated as a Missouri not-for-profit corporation on March 21, 2002 and the City Council of the City of Kansas City, Missouri approved the Petition to Establish the Westport Community Improvement District and Authorize Special Assessments on October 2, 2003 by Ordinance Number 031062; and

WHEREAS; the Board desires to establish a short-term line of credit with a bank for use if the expenses associated with the provision of security services with the District unexpectedly exceed projected amounts during the fiscal year; and

WHEREAS; the Board desires to establish the intended short-term line of credit with Country Club Bank in a principal amount not to exceed \$82,000.00;

NOW, THEREFORE, BE IT RESOLVED, by the Board that a short-term line of credit for the District with Country Club Bank is established in an amount not to exceed \$82,000.00.

This resolution shall take effect immediately upon approval of the Board.

Adopted this 16th day of July, 2019

Steve Block, Chairman

ATTEST:

RESOLUTION OF THE BOARD OF DIRECTORS ("BOARD") OF THE WESTPORT COMMUNITY IMPROVEMENT DISTRICT I ("THE DISTRICT") SCHEDULING A SPECIAL MEETING OF THE BOARD

WHEREAS; the District was incorporated as a Missouri not-for-profit corporation on March 21, 2002 and the City Council of the City of Kansas City, Missouri approved the Petition to Establish the Westport Community Improvement District and Authorize Special Assessments on October 2, 2003 by Ordinance Number 031062; and

WHEREAS; the Board desires to hold an additional "special meeting" of the board on Tuesday, August 27, 2019 at 8:45 am.

NOW, THEREFORE, BE IT RESOLVED, by the Board that an additional meeting of the Board of Directors is hereby scheduled for Tuesday, August 27, 2019 at 8:45 am in the Conference Room of Suite M100 in the Manor Square Building at 4050 Pennsylvania Avenue, Kansas City, Missouri.

This resolution shall take effect immediately upon approval of the Board.

Adopted this 16th day of July, 2019

Steve Block, Chairman

RESOLUTION OF THE BOARD OF DIRECTORS ("BOARD") OF THE WESTPORT COMMUNITY IMPROVEMENT DISTRICT I ("THE DISTRICT") CANCELLING A SPECIAL MEETING OF THE BOARD IN AUGUST 2019

WHEREAS; the District was incorporated as a Missouri not-for-profit corporation on March 21, 2002 and the City Council of the City of Kansas City, Missouri approved the Petition to Establish the Westport Community Improvement District and Authorize Special Assessments on October 2, 2003 by Ordinance Number 031062; and

WHEREAS; the Board desires to cancel its previously scheduled special meeting on Tuesday, August 27, 2019 at 8:45 am due to the passage of the proposal to amend the District Plan of the Westport Community Improvement District II earlier in the month.

NOW, THEREFORE, BE IT RESOLVED, by the Board that its special meeting scheduled for August 27, 2019 at 8:45 am in Suite M100 of the Manor Square Building at 4050 Pennsylvania Avenue, Kansas City, Missouri is cancelled.

This resolution shall take effect immediately upon approval of the Board.

Adopted this 20th day of August, 2019

Steve Block, Chairman

ATTEST:

RESOLUTION OF THE BOARD OF DIRECTORS ("BOARD") OF THE WESTPORT COMMUNITY IMPROVEMENT DISTRICT I ("THE DISTRICT") APPROVING AN AMENDMENT TO THE FISCAL YEAR 2019-2020 BUDGET

WHEREAS; the District was incorporated as a Missouri not-for-profit corporation on March 21, 2002 and the City Council of the City of Kansas City, Missouri approved the Petition to Establish the Westport Community Improvement District and Authorize Special Assessments on October 2, 2003 by Ordinance Number 031062; and

WHEREAS; the District has as one of its primary purposes the provision of additional security services within the District; and

WHEREAS; the need for additional funds to pay for the implementation of the enhanced security screening services and to satisfy the requirements of the agreement between the City of Kansas City and the District for operation of the same has recently come to light; and

WHEREAS; the District desires to authorize the use of its short-term line of credit to fund the unexpected costs associated with the provision of security services within the District inclusive of the unexpected costs associated with the enhanced security screening program during 2019.

WHEREAS; the District desires to amend the expense line item associated with the contract with the Westport Regional Business League for the provision of security services within the District by an amount equal to \$82,000.00 for the current fiscal year.

NOW, THEREFORE, BE IT RESOLVED, by the Board that the fiscal year 2019-2020 budget expenditures for security services including the implementation of enhanced security screening services are to be increased by \$82,000.00 and an amendment to the contract with the Westport Regional Business League is authorized in a like amount for the purpose of execution of the enhanced security services.

This resolution shall take effect immediately upon passage by the Board.

Adopted this 15th day of October, 2019

Pam Ptacek, Vice-Chairwoman

ATTEST.

Kyle Kelly, Board Member

RESOLUTION OF THE BOARD OF DIRECTORS ("BOARD") OF THE WESTPORT COMMUNITY IMPROVEMENT DISTRICT I ("THE DISTRICT") APPROVING AN ENGAGEMENT LETTER FOR THE PREPARATION OF MONTHLY AND ANNUAL FINANCIAL STATEMENT AND THE PREPARATION AND FILING OF AN ANNUAL TAX RETURN

WHEREAS; the District was incorporated as a Missouri not-for-profit corporation on March 21, 2002 and the City Council of the City of Kansas City, Missouri approved the Petition to Establish the Westport Community Improvement District and Authorize Special Assessments on October 2, 2003 by Ordinance Number 031062; and

WHEREAS; the Board desires to enter into a new annual engagement with Mendus & Associates, P.C. for the production of the monthly and annual financial statements; and

WHEREAS; the Board desires to enter into a new agreement with Mendus & Associates, P.C. for the production of a not-for-profit informational return and the filing of the same with the Internal Revenue Service.

NOW, THEREFORE, BE IT RESOLVED, by the Board that the appropriate officer is authorized to execute a new engagement letter with Mendus & Associates, P.C. for the production of the monthly and annual financial statements for the calendar year ending on December 31, 2020 and for the production of the annual not-for-profit tax return for the calendar year ending on December 31, 2019.

This resolution shall take effect on January 1, 2020.

Adopted this 17th day of December, 2019

Steve Block, Chairman

RESOLUTION OF THE BOARD OF DIRECTORS ("BOARD") OF THE WESTPORT COMMUNITY IMPROVEMENT DISTRICT I ("THE DISTRICT") APPROVING THE SLATE OF SUCCESSOR DIRECTORS

WHEREAS; the District was incorporated as a Missouri not-for-profit corporation on March 21, 2002 and the City Council of the City of Kansas City, Missouri approved the Petition to Establish the Westport Community Improvement District and Authorize Special Assessments on October 2, 2003 by Ordinance Number 031062; and

WHEREAS; the Bylaws of the District authorize the Board of Directors to select qualified individuals to serve as Successor Directors in accordance with the qualifications set forth in the Petition.

NOW, THEREFORE, BE IT RESOLVED, by the Board that the following slate contains the names and classifications of individuals selected and elected to serve as Successor Directors for the terms noted:

a. Adam Tholen, Major Owner, with a term ending on the date of the Annual Meeting in 2022

 Randi Lefko, Major Owner, with a term ending on the date of the Annual Meeting in 2022

c. Scott Ruther, Major Owner, with a term ending on the date of the Annual Meeting in 2022

d. Victoria Rosengarten, Resident Director, with a term ending on the date of the Annual Meeting in 2022

This resolution shall take effect upon approval of the Board.

Adopted this 3rd day of March, 2020

Pam Ptacek, Vice-Chairwoman

ATTEST:

Scott Ruther, Board Member

RESOLUTION OF THE BOARD OF DIRECTORS ("BOARD") OF THE WESTPORT COMMUNITY IMPROVEMENT DISTRICT I ("THE DISTRICT") APPROVING THE ELECTION OF OFFICERS

WHEREAS; the District was incorporated as a Missouri not-for-profit corporation on March 21, 2002 and the City Council of the City of Kansas City, Missouri approved the Petition to Establish the Westport Community Improvement District and Authorize Special Assessments on October 2, 2003 by Ordinance Number 031062; and

WHEREAS; in accordance with the District Bylaws, the Board of the District desires to elect a Chair, Vice-Chair, Secretary, and Treasurer to serve one year terms.

NOW, THEREFORE, BE IT RESOLVED, by the Board that the following individuals shall be duly elected to the positions listed opposite their respective names below until the next Annual Meeting of the District:

Steve Block, Chair Pam Ptacek, Vice-Chair Victoria Rosengarten, Secretary Scott Ruther, Treasurer

This resolution shall take effect immediately upon approval by the Board.

Adopted this 3rd day of March, 2020

Pam Ptacek, Vice-Chairwoman

ATTEST:

Scott Ruther, Board Member