

**1707 Locust Community Improvement District
Report for the Fiscal Year Ending April 30, 2021**

This report is prepared in compliance with RSMo 67.1471.4, requiring that the District state the services provided, revenues collected, and expenditures made by the District during the most recently completed fiscal year, and that the District attach the written resolutions approved by the District's Board of Directors during that period. The following information is for the District's fiscal year that ended April 30, 2021.

Services Provided – The District did not provide any services.

Beginning Account Balance - \$10,937.97

Revenues Collected - \$23,643.82

Expenditures – \$29,956.52

End Account Balance - \$7,625.27

Written Resolutions Passed by the Board – The Board passed seven (7) written resolutions, specifically:

<u>Resolution No. 2021-1:</u>	Approve Minutes of the 3/24/2020 Board meeting
<u>Resolution No. 2021-2:</u>	Appoint Officers of the District
<u>Resolution No. 2021-3:</u>	Adopt a Budget for FYE 4/30/2022
<u>Resolution No. 2021-4:</u>	Nomination of Successor Director
<u>Resolution No. 2021-5:</u>	Certify Project Costs
<u>Resolution No. 2021-6:</u>	Authorize Filing Annual Report for FYE 4/30/2021 to City Clerk and DED
<u>Resolution No. 2021-7:</u>	Authorize Filing Annual Report for FYE 4/30/2021 to State Auditor

A copy of each of these resolutions is attached hereto.

1707 LOCUST COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2021-1

**APPROVING MINUTES OF THE MARCH 24, 2020
MEETING OF THE BOARD OF DIRECTORS**

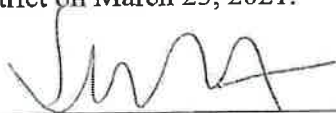
WHEREAS, the Bylaws of the 1707 Locust Community Improvement District (the “**District**”) requires the District to keep minutes of the Board of Directors meetings;

WHEREAS, the Board conducted an annual Board of Directors Meeting on March 24, 2020; and

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

NOW, THEREFORE, BE IT RESOLVED, that the minutes of the Board of Directors meeting held on March 24, 2020 are attached hereto as **Exhibit A** and shall be and are hereby approved in all respects.

PASSED by the Board of Directors of the 1707 Locust Community Improvement District on March 25, 2021.



Jesse Hufft, Chairman

Exhibit A

March 24, 2020 Meeting Minutes
[See Attached]

1707 LOCUST COMMUNITY IMPROVEMENT DISTRICT

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE DISTRICT

MARCH 24, 2020

Time and Place

The Annual meeting of the Board of Directors (the “Directors” or “Board”) of the 1707 Locust Community Improvement District (the “District”) was held on March 24, 2020, commencing at 12:20 p.m. at Polsinelli PC, 900 West 48th Place, Kansas City, Missouri 64112 and/or by telephone conference, after giving due notice.

Attendees; Call to Order

The following Directors were present: Josh North, Lauren Fowler, Lindsey Wade and Jesse Hufft (Rita Burke was absent). Also present were Matt Moriarity of Polsinelli, PC. After recognizing that a quorum of the Board was present, Matt Moriarity called the meeting to order.

Resolution 2020-1

The Board considered Resolution 2020-1, approving minutes of the November 29, 2018 board meeting. Following discussion, Director Jesse Hufft moved to adopt Resolution 2020-1. Director Josh North seconded the motion, and the Directors adopted Resolution 2020-1 by a unanimous vote.

Resolution 2020-2

The Board next considered Resolution 2020-2, adopting a budget for FYE 4/30/2021. Following discussion, Director Jesse Hufft moved to adopt Resolution 2020-2. Director Josh North seconded the motion, and the Directors adopted Resolution 2020-2 by a unanimous vote.

Resolution 2020-3

The Board next considered Resolution 2020-3, approving annual report filings. Following discussion, Director Jesse Hufft moved to adopt Resolution 2020-3. Director Josh North seconded the motion, and the Directors adopted Resolution 2020-3 by a unanimous vote.

Adjournment

The meeting was adjourned.

Josh North, Secretary

1707 LOCUST COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2021-2

APPOINT OFFICERS OF THE DISTRICT

WHEREAS, the Bylaws of the 1707 Locust Community Improvement District (the "District") require the District's Board of Directors to annually appoint a chairman, secretary, and treasurer and such other officers or employees as it deems necessary;

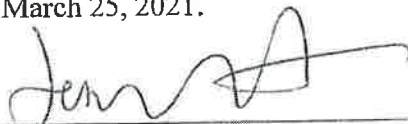
WHEREAS, the Board of Directors of the District desires to appoint a chairman, secretary, and treasurer as the officers of the District in accordance with the Bylaws; and

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

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE 1707 LOCUST COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

1. Jesse Hufft is appointed Chairman of the District.
2. Josh North is appointed Secretary/Treasurer of the District.
3. Each officer of the District shall exercise those powers and perform those duties as set forth in the Bylaws of the District.
4. This Resolution shall take effect immediately.

PASSED by the Board of Directors of the 1707 Locust Community Improvement District on March 25, 2021.



Jesse Hufft, Chairman

1707 LOCUST COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2021-3

APPROVE A BUDGET FOR FYE 4/30/2022 AND APPROPRIATE FUNDS

WHEREAS, the 1707 Locust Community Improvement District (the "District") is required to adopt an annual budget for the operation of the District;

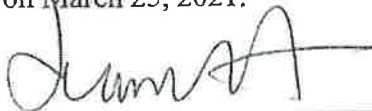
WHEREAS, the District submitted to the City the proposed annual budget for FYE 4/30/2022, which is attached hereto as Exhibit A; and

WHEREAS, the Board of Directors desires to approve a budget for FYE 4/30/2022 and appropriate funds for payment of the District's expenses.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE 1707 LOCUST COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

1. The District hereby adopts a Budget for the District's FYE 4/30/2022, which attached hereto as Exhibit A and authorizes appropriation of funds in accordance therewith.
2. This Resolution shall take effect immediately.

PASSED by the Board of Directors of the 1707 Locust Community Improvement District on March 25, 2021.



Jesse Hufft, Chairman

EXHIBIT A
FYE 4/30/2022 BUDGET

1707 LOCUST COMMUNITY IMPROVEMENT DISTRICT

FYE 4/30/2021 BUDGET

BUDGET MESSAGE:

The 1707 Locust Community Improvement District was formed as a political subdivision of the State of Missouri on July 19, 2018. the purpose of the District is to provide funding for the construction of certain public and private improvements and the provision of certain services within the District boundaries. The District has a life of will be for a period of 20 years from the date upon which any sales tax is first levied within the District.

	<u>FYE 4/30/2022*</u> (as proposed)	<u>FYE 4/30/2021*</u> (as amended)	<u>FYE 4/30/2020</u> (actual)
FUNDS AVAILABLE:			
- Cash on Hand (Beginning of Fiscal Year)	\$ 851.01	\$ 10,937.97	\$ -
ESTIMATED REVENUE:			
- 1% Sales Tax (1% effective 10/1/2019)	\$ 40,000.00	\$ 20,913.04	\$ 10,937.97
TOTAL ESTIMATED FUNDS AVAILABLE & REVENUE:	\$ 40,851.01	\$ 31,851.01	\$ 10,937.97
ESTIMATED EXPENDITURES:			
- Administrative Fees/Costs, Legal, Insurance and Other	\$ 5,000.00	\$ 10,000.00	\$ -
- Disbursements to Developer pursuant to agreement	\$ 35,000.00	\$ 21,000.00	\$ -
TOTAL ESTIMATED EXPENDITURES:	\$ 40,000.00	\$ 31,000.00	\$ -
FUNDS AVAILABLE:			
- Cash on Hand End of Fiscal Year	\$ 851.01	\$ 851.01	\$ 10,937.97

* Estimated values.

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2021-4

NOMINATION OF SUCCESSOR DIRECTORS

WHEREAS, by Ordinance No. 180494 adopted and approved on July 19, 2018 (the “Approving Ordinance”), the City Council approved a certain petition (the “Petition”) and established the 1707 Locust Community Improvement District (the “District”) as a political subdivision of the State of Missouri, all pursuant to the Community Improvement District Act, sections 67.1401 through 67.1571, inclusive, of the Revised Statutes of Missouri, as amended (the “CID Act”);

WHEREAS, the Petition states that each Director shall serve a four (4) year term or until his/her successor director is appointed in accordance with the Petition;

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

WHEREAS, Lauren Fowler, Lindsey Wade and Jesse Hufft’s terms as Directors expired on 11/28/2020. All three officers have and will continue to serve as Directors until his/her successor directors are appointed in accordance with the Petition ; and


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

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE 1707 LOCUST COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

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

- (a) Doug Winter, to serve a four-year term, with the term commencing on the date that the City Council adopts a Resolution appointing his as a successor director and expiring 4-years later.
- (b) Steve Drehle, to serve a four-year term, with the term commencing on the date that the City Council adopts a Resolution appointing his as a successor director and expiring 4-years later.
- (c) Jesse Hufft, to serve a new four-year term, with the term commencing on the date that the City Council adopts a Resolution appointing his as a successor director and expiring 4-years later.

PASSED by the Board of Directors of the 1707 Locust Community Improvement District
on March 25, 2021.

A handwritten signature in cursive script, appearing to read "Jesse Hufft". The signature is written in dark ink and is positioned above a horizontal line.

Jesse Hufft, Chairman

1707 LOCUST COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2021-5

CERTIFY CID PROJECT COSTS

WHEREAS, the 1707 Locust Community Improvement District (the “District”) and Redwhether KC, LLC (the “Developer”) anticipate entering into a Reimbursement Agreement on or about March 19, 2020 (the “Agreement”);

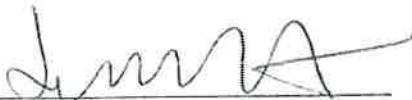
WHEREAS, under the Agreement, Developer agreed to advance funds necessary to pay costs of Improvements, Formation Costs, and Operating Costs (collectively the “CID Costs”) in exchange for the District’s commitment to repay such amount to Developer, with interest, using the District’s available revenues;

WHEREAS, the Developer has advanced \$24,475.52 for certain mechanical, electrical, and plumbing costs along with legal services, and has provided to the District documentation of such advances; and

WHEREAS, the Board wishes to recognize and certify the \$24,475.52 advanced by Developer as valid advances by Developer under the Agreement which the District intend to replay, with interest, pursuant to the terms of the Agreement.

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the 1707 Locust Community Improvement District, the Board hereby certifies the \$24,475.52 advanced by the Developer as CID Costs under the Agreement, which the District intends to repay, with interest, pursuant to the terms of the Agreement.

PASSED by the Board of Directors of the 1707 Locust Community Improvement District on March 25, 2021.



Jesse Hufft, Chairman

1707 LOCUST COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2021-6

**AUTHORIZE PREPARATION AND SUBMITTAL OF
FYE 4/30/2021 ANNUAL REPORT TO CITY CLERK AND DED**

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

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE 1707 LOCUST COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

1. The District hereby directs its legal counsel, Polsinelli PC, to prepare and provide a copy of the FYE 4/30/2021 Annual Report to the Executive Director and Treasurer of the District at its earliest opportunity.
2. To the extent that changes to the Annual Report may be required, the District authorizes the Executive Director and Treasurer to review and approve such changes on behalf of the District
3. If Polsinelli PC does not receive any comments from any of the above-referenced parties within the earlier of 15 days after the report is delivered or the statutory due date for such report, the report shall be deemed approved and the District authorizes Polsinelli PC to submit such report to the City Clerk and Missouri Department of Economic Development on its behalf.
4. This Resolution shall take effect immediately.

PASSED by the Board of Directors of the 1707 Locust Community Improvement District on March 25, 2021.



Jesse Hufft, Chairman

1707 LOCUST COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2021-7

**AUTHORIZE PREPARATION AND SUBMITTAL OF
FYE 4/30/2021 ANNUAL REPORT TO STATE AUDITOR**

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

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE 1707 LOCUST COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

1. The District hereby directs its legal counsel, Polsinelli PC, to prepare and provide a copy of the FYE 4/30/2021 Annual Report to the Executive Director and Treasurer of the District at its earliest opportunity.
2. To the extent that changes to the Annual Report may be required, the District authorizes the Executive Director and Treasurer to review and approve such changes on behalf of the District
3. If Polsinelli PC does not receive any comments from any of the above-referenced parties within the earlier of 15 days after the report is delivered or the statutory due date for such report, the report shall be deemed approved and the District authorizes Polsinelli PC to submit such report to the State Auditor on its behalf.
4. This Resolution shall take effect immediately.

PASSED by the Board of Directors of the 1707 Locust Community Improvement District on March 25, 2021.



Jesse Hufft, Chairman