CITY OF GRAIN VALLEY BOARD OF ALDERMEN
REGULAR MEETING AGENDA

AMENDED

MARCH 28, 2016

7:00 P.M.

OPEN TO THE PUBLIC

LOCATED IN THE COUNCIL CHAMBERS OF CITY HALL
711 MAIN STREET – GRAIN VALLEY, MISSOURI

ITEM I: CALL TO ORDER
- Mayor Mike Todd

ITEM II: ROLL CALL
- City Clerk Chenéy Parrish

ITEM III: INVOCATION
- Pastor James Pycior with Mission Woods Community of Christ

ITEM IV: PLEDGE OF ALLEGIANCE
- Alderman Bob Headley

ITEM V: APPROVAL OF AGENDA
- City Administrator Ryan Hunt

ITEM VI: PROCLAMATION
- None

ITEM VII: CITIZEN PARTICIPATION
- Citizens are Asked to Please Limit Their Comments to Two (2) Minutes

ITEM VIII: CONSENT AGENDA
- February 16, 2016 – Park Board Minutes
- March 14, 2016 – Board of Aldermen Minutes
- March 28, 2016 – Accounts Payable

ITEM IX: PREVIOUS BUSINESS
- None

ITEM X: NEW BUSINESS
- None

ITEM XI: PRESENTATION

- Central Jackson County Fire Protection District - No Tax Increase Bond Issue

ITEM XII: ORDINANCES

ITEM XII(A)
B16-02
2nd Reading
Introduced by Alderman Yolanda West

An Ordinance Approving a Second Amendment to the Grain Valley Marketplace Tax Increment Financing Plan Relating Only to Redevelopment Project 2 and Taking Other Actions Related Thereto

To amend the Grain Valley Marketplace Tax Increment Financing Plan, related to Redevelopment Project 2 which will allow the assignment of a new developer, additional development to occur and all other actions necessary by the plan to take place.

ITEM XII(B)
B16-03
2nd Reading
Introduced by Alderman Yolanda West

An Ordinance Approving the First Amendment to the Petition to Establish the Grain Valley Marketplace Community Improvement District

The purpose of this amendment is to include payment of costs associated with the Grain Valley Marketplace Neighborhood Improvement District ("NID"), including payment or reimbursement of NID special assessments and/or debt service on NID bonds associated with one or more parcels within the boundaries of the NID and CID.

ITEM XII(C)
B16-04
2nd Reading
Introduced by Alderman Yolanda West

An Ordinance Approving a Petition for Addition of Property to the Grain Valley Marketplace Community Improvement District

The purpose of this ordinance is to approve the addition of property to the CID.

ITEM XIII: RESOLUTIONS

ITEM XIII(A)
R16-16
Introduced by Alderman Valerie Palecek

A Resolution by the Board of Aldermen of the City of Grain Valley, Missouri Authorizing the City Administrator to Purchase a John Deere 997R Zero Turn Commercial Mower

To provide reliable, fuel efficient, and clean emission mowing equipment

ITEM XIII(B)
R16-17
Introduced by Alderman Dale Arnold

A Resolution by the Board of Aldermen of the City of Grain Valley, Missouri Authorizing the City Administrator to Enter Into an Agreement with Jackson County, Missouri for Distribution of Combat Funds of $75,764.00 for the 2016 Fiscal Year

To collect payment from Jackson County, Missouri's COMBAT Tax. This is an Anti-Drug Sales Tax in the amount of $75,764.00

ITEM XIII(C)
R16-18
Introduced by Alderman Yolanda West

A Resolution by the Board of Aldermen of the City of Grain Valley, Missouri Approving a Three (3) Year Cooperative Between the City and the Grain Valley Economic Development Corporation

To provide the budgeted investment support to the Grain Valley Economic Development Corporation, a 501(c)(3) corporation of Missouri

ITEM XIV: CITY ATTORNEY REPORT

- City Attorney Jim Cook

ITEM XV: CITY ADMINISTRATOR & STAFF REPORTS

- City Administrator Ryan Hunt
- Community Development Director Ken Murphy
- City Clerk Chenéy Parrish
- Finance Director Cathy Bowden
- Parks & Recreation Director Shannon Davies
- Chief of Police David Starbuck

ITEM XVI: BOARD OF ALDERMEN REPORTS & COMMENTS

- Alderman Dale Arnold
- Alderman Bob Headley
- Alderman Chuck Johnston
- Alderman Valerie Palecek
- Alderman Tranita Stanley
- Alderman Yolanda West

ITEM XVII: MAYOR REPORT

- Mayor Mike Todd

ITEM XVIII: EXECUTIVE SESSION

- Legal Actions, Causes of Action of Litigation Pursuant to Section 610.021(1), RSMo. 1998, as Amended
- Leasing, Purchase or Sale of Real Estate Pursuant to Section 610.021(2), RSMo. 1998, as Amended

- Hiring, Firing, Disciplining or Promoting of Employees (personnel issues), Pursuant to Section 610.021(3), RSMo. 1998, as Amended
- Individually Identifiable Personnel Records, Personnel Records, Performance Ratings or Records Pertaining to Employees or Applicants for Employment, Pursuant to Section 610.021(13), RSMo 1998, as Amended

ITEM XIX: ADJOURNMENT

PLEASE NOTE

THE NEXT SCHEDULED MEETING OF THE CITY OF GRAIN VALLEY BOARD OF ALDERMEN WILL TAKE PLACE APRIL 11, 2016 AS A REGULAR MEETING AT 7:00 P.M. TO BE HELD IN THE COUNCIL CHAMBERS OF GRAIN VALLEY CITY HALL

PERSONS REQUIRING AN ACCOMMODATION TO ATTEND AND PARTICIPATE IN THE MEETING SHOULD CONTACT THE CITY CLERK AT 816.847.6211 AT LEAST 48 HOURS BEFORE THE MEETING

THE CITY OF GRAIN VALLEY IS INTERESTED IN EFFECTIVE COMMUNICATION FOR ALL PERSONS

UPON REQUEST, THE MINUTES FROM THIS MEETING CAN BE MADE AVAILABLE BY CALLING 816.847.6211

Consent Agenda

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GRAIN VALLEY PARK BOARD
MINUTES
February 16, 2016

Meeting called to order at 7:07 P.M. by President Jared English.

ROLL CALL:

PRESENT: Jared English (President), John Savala (Vice President), Brad Welle (Secretary), Don Caslavka, Derek Bell, Shannon Davies (Director)

ABSENT: Norm Combs (Treasurer), Pam Coon, Nathan Hays, Alderman Valerie Palecek, [We have an open seat on the Park Board at this time]

CONSENT AGENDA:

a. APPROVAL OF MINUTES: Motion by Don Caslavka, seconded by Derek Bell, to approve minutes of last meeting. Motion carried.

TREASURER'S REPORT:

a. REVIEW OF ACCOUNTS PAYABLE/EXPENDITUREs/REVENUES: Shannon highlighted and explained the more notable expenditures in the summary report.

CITIZEN COMMENTS: none

COMMITTEE REPORTS: none

OLD BUSINESS:

a. Capital Improvements Program (CIP) – Group Discussion

i. Shannon reported that the previous estimate for PR-15 included design, base materials, and asphalt only. The updated estimate reflects the full cost of the project. He noted that the cost estimates in the CIP do not take into account every single cost as many of the costs are still unforeseen and won't truly be realized until a specific scope of work is assembled for each trail project. Rather the cost estimates in the CIP provide more of an estimate. We will discuss this further next month.

ii. PR-8: There is not enough easement space to install a 10' wide trail on the west side of EE Kirby. Shannon recommends closing out PR-8 with the sidewalk completed on the east side of the roadway serving as the pedestrian connection.

iii. PR-9: The city is installing sidewalk across the front of the high school in 2017. Curb and gutter along SW Eagles Parkway to the West is a consideration for much further in the future.

iv. Sni-A-Farms property: Much of this property is earmarked for parks and recreation, including a proposed community center and aquatic center. City Hall operations would move out there as well. These are long-range plans.

The Park Board will be heavily involved with any planning for this property that involves parks and recreation.

b. <u>2016 Trails Project</u> – Group Discussion

i. Shannon tried to provide a timeline for the construction of the project. Bid openings for the Dillingham project can be ready as soon as June. Work would begin in the fall with completion at the end of 2016. Shannon will meet with the City's architectural consultant, Bartlett & West to put together the project scope, cost estimates and a better timeline. Shannon will also follow-up with Rick on the requirements regarding crosswalk signaling.

c. <u>Park Board Roles & Authority/Memorandum of Understanding (MOU)</u> – Group Discussion

i. John Savala provided a revised draft of the MOU to the Park Board. The Park Board discussed the new draft and made a few changes. Shannon will present the MOU to the Board of Aldermen at one of their March meetings.

d. <u>Grant Funding for Parks</u> – Shannon Davies

i. At least 100 individuals from different municipalities/organizations attended the TAP Call for Projects meeting.
ii. The Cross Creek project seems to be a good candidate for this type of funding. The ownership of the property is not an issue.
iii. We have questions for Terra Technologies regarding the bridge over Blue Branch Creek, the route of the trail path, and the future of the adjacent retention pond.
iv. The TAP Funds deadline is March 25.

e. <u>Park Board Applications (Update)</u> – Shannon Davies

i. We have one applicant at this time and a second individual who has asked about the opening.

NEW BUSINESS: none

DIRECTOR'S REPORT

1. <u>Operational Updates</u>
   a. RecDesk (Recreation Software/Online Registration) – training of front desk staff is underway on the new program.

2. <u>City Updates</u>
   a. Economic Development – Grain Valley Market Place – Star Acquisitions is the new developer of this property. A 60,000 foot Price Chopper will be located directly west of the theater.

3. Past Programs/Special Events
   a. Princess Party had 36 participants.
   b. Father-Daughter Valentine Dance numbers were on the rise this year.

4. Upcoming Programs/Special Events
   a. Spring Karate
   b. Mother-Son Movie Night
      (Informational flyers were distributed)

TOPICS FOR NEXT MEETING:

1. Parks Master Planning
2. Capital Improvements Program (CIP)
3. 2016 Trails Project
4. Park Board Roles & Authority/Memorandum of Understanding (MOU)
5. Grant Funding for Parks
6. Park Board Applications (Update)

ADJOURNMENT:

Motion by Don Caslavka, seconded by John Savala, to adjourn. Motion carried.
Meeting adjourned at 8:32 PM.

Next regular meeting will be March 15, 2016.

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ITEM I: CALL TO ORDER

- The Board of Aldermen of the City of Grain Valley, Missouri, met in Regular Session on March 14, 2016 at 7:05 p.m. in the Council Chambers located at Grain Valley City Hall
- The meeting was called to order by Mayor Mike Todd

ITEM II: ROLL CALL

- Executive Administrative Assistant Khalilah Holland called roll
- *Present: Stanley, Johnston, West, Headley, Palecek, Arnold*
- *Absent: None*

-QUORUM PRESENT-

ITEM III: INVOCATION

- Invocation was given by Ray Gurney with Cross Creek Baptist Mission

ITEM IV: PLEDGE OF ALLEGIANCE

- The Pledge of Allegiance was led by Alderman Dale Arnold

ITEM V: APPROVAL OF AGENDA

- City Administrator Hunt requested Bill No. B16-05 and Bill No. B16-06 to be read twice on Monday, March 14, 2016.
- *Alderman Johnston made a Motion to Amend the Agenda for a second reading of Bill No. B16-05 and Bill No. B16-06 on Monday, March 14, 2016*
- *The Motion was Seconded by Alderman West*
- No Discussion
- *Motion was voted on with the following voice vote:*
- *Aye: Arnold, Headley, Johnston, Palecek, Stanley, West*
- *Nay: None*
- *Abstain: None*

-Motion Approved: 6-0-

ITEM VI: PROCLAMATIONS

- None

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ITEM VII: CITIZEN PARTICIPATION

- Mayor Todd opened the floor for citizen participation
    - James Pycior located at 513 SE Lakeview Dr – the Chamber of Commerce is hosting their 11th Annual Taste of the World on April 8, 2016 at 7 pm; James Pycior and Darryl Jones will be moderating a Meet the Candidate on March 22, 2016 at 7 pm in the Council Chambers.
    - Lisa Davis located at 514 South Street – concerned about the parking on both sides of South Street and the safety issues it presents
        - Alderman Arnold suggested a city wide single sign ordinance for parking on either the North/South side of street or the East/West side of the street
            - Attorney Geary advised State Statute requires no parking signage on each street in the city
        - Mayor Todd requested the Transportation Committee meet to discuss limiting parking and propose solutions to reduce safety concerns; citizens on South Street and the school district will be invited to the meeting
    - Nancy Totton located at 309/317 Front Street discouraged about the elected official negativity on social media

ITEM VIII: CONSENT AGENDA

- February 2016 – Court Report
- February 22, 2016 – Board of Aldermen Minutes
- March 14, 2016 – Accounts Payable

- *Alderman West made a Motion to Approve Consent Agenda*
- *The Motion was Seconded by Alderman Stanley*
- *City Administrator Hunt explained typos were found in the February 22, 2016 Board of Aldermen minutes*
- *Motion to Approve Consent Agenda with the correction of typo's in the February 22, 2016 Board of Aldermen minutes was voted on with the following voice vote:*
    - *Aye: Arnold, Headley, Johnston, Palecek, Stanley, West*
    - *Nay: None*
    - *Abstain: None*

-MOTION APPROVED: 6-0-

Draft

ITEM IX: PREVIOUS BUSINESS

- None

ITEM X: NEW BUSINESS

- None

ITEM XI: PUBLIC HEARING

-Mayor Todd Opened the Public Hearing for the First Amendment to the Petition to Establish the Grain Valley Marketplace Community Improvement District & Addition of Property to the Grain Valley Marketplace Community Improvement District at 7:25 p.m.-

- Joe Lauber of Lauber Municipal Law located at 529 SE 2nd Street Lee's Summit, Missouri presented to the Board of Aldermen the First Amendment to the Petition to Establish the Grain Valley Marketplace Community Improvement District (CID) and the Addition of Property to the Grain Valley Marketplace Community Improvement District (CID); Mr. Lauber is the city's special legal counsel for Economic Development
    - Mr. Lauber explained the two proposed ordinances to amend the existing CID petition and to add property to the CID
        - The first ordinance is amending the CID's purpose to expand the possible uses of CID revenues generated to cover all of the Neighborhood Improvement District (NID) costs
        - The second ordinance is changing the CID's boundaries to add property north of the existing CID boundaries to capture all sales from the new grocery store in conjunction with Project 2 of the Tax Increment Financing (TIF) plan
        - The CID Act (Section 67.1441.3, RSMo) permits the Board of Aldermen to hold a simultaneous public hearing for a petition to amend the CID petition and a petition to alter the CID's boundaries
        - Mr. Lauber explained the original reimbursable costs of the CID and NID improvements and the Amended CID Improvements
            - The Amended CID Improvements would include the NID costs of $382,739 up to the year 2020

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- Mr. Lauber explained the CID boundary alteration
  - The property owner immediate north and adjacent to the CID boundary has a contract to sell 5 lots to Star Acquisition for additional room to fit in the 60,000 square foot grocery development
- Mr. Lauber explained the next step is for the Board of Aldermen to consider the two separate ordinances
- Mayor Todd opened the floor to citizens for comment:
  - No public comment

-Mayor Todd Closed the Public Hearing for the First Amendment to the Petition to Establish the Grain Valley Marketplace Community Improvement District & Addition of Property to the Grain Valley Marketplace Community Improvement District at 7:39 p.m.-

ITEM XII: ORDINANCES

Bill No. B16-01: An Ordinance, Amending Chapter 600, Article III "Miscellaneous Provisions", Adding 600.370, Persons on Premises Times Fixed Opening and Closing Premises – Closing Place Defined

- City Attorney Matt Geary read **Bill No. B16-01** for its second reading by title only
- *Alderman Arnold moved to accept the second reading of **Bill No. B16-01** making it Ordinance #2377*
- *The Motion was Seconded by Alderman Stanley*
  - No Discussion
- ***Bill No. B16-01** was voted upon with the following roll call vote:*
  - *Aye: Arnold, Headley, Johnston, Palecek, Stanley, West*
  - *Nay: None*
  - *Abstain: None*

-BILL NO. B16-01 BECAME ORDINANCE #2377: 6-0-

Bill No. B16-02: An Ordinance Approving a Second Amendment To The Grain Valley Marketplace Tax Increment Financing Plan Relating Only To Redevelopment Project 2 And Taking Other Actions Related Thereto

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- City Attorney Matt Geary read **Bill No. B16-02** for its first reading by title only
- *Alderman West moved to accept first reading of **Bill No. B16-02** bringing it back for a second reading by title only*
- *The Motion was Seconded by Alderman Headley*
- City Administrator Hunt provided the Board of Aldermen with an updated ordinance from the cancelled special meeting on February 29, 2016.
    - Mr. Lauber stated the primary change to the updated ordinance the Board of Aldermen received relates to dates associated with the previous scheduled special meeting on February 29, 2016.
- Mr. Lauber explained the Tax Increment Financing (TIF) Commission held a public hearing on February 3, 2016 and recommended approval by voting 11-0.
    - Following the TIF Public Hearing the Developer received revised information related to construction costs
    - The decision was made to postpone the presentation of the TIF ordinance to the Board of Aldermen until after the revised financial costs could be reviewed.
- Lauber Municipal Law and Springsted Inc. have reviewed the revised Developer financial costs
- Mr. Lauber explained the TIF Act allows a change to the originally proposed plan if there are no changes to the TIF boundaries, no change to land use and no substantial change to the plan 5% or greater of the redevelopment
- Mr. Lauber stated notices explaining the change were mailed and emailed on March 11, 2016 to the tax jurisdictions and a public notice was published in *The Examiner* on March 12, 2016
- Mr. Lauber summarized to the Board of Aldermen the original TIF plan approved by the Board of Aldermen in 2010, the 2016 proposed TIF Plan and the requested changes made after the TIF Commission hearing on February 3, 2016
    - The name of the development will remain the same – Grain Valley Marketplace Tax Increment Financing Plan
    - The Developer will be changing from SG Property Management, LLC to STAR Acquisitions, Inc.
    - The redevelopment area is increasing from approximately 32 acres to approximately 35 acres for the additional 5 lots being purchased by Star Acquisition
    - The project summary of the approved plan was for Construction: movie theater; 6 restaurants; financial institution; 60,000 ft² retail; parking lots; and public infrastructure; the proposed project summary is for Construction: 60,000 ft²

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grocery store; 21,000 ft² retail/restaurant; infrastructure improvements servicing the development

- The Gross Total Project Cost is increasing from the approved amount of $25,908,026 to the proposed amount of $25,999,925 (excluding existing businesses) with a requested change to the Gross Total Project Cost to $26,930,030; which is an increase of $930,105 or 3.6%
- The Developer's Portion of the approved plan was $7,370,407 (28%); the proposed Developer's portion was $9,623,227 (37%) [excluding existing businesses]; the requested change to the Developers portion is $10,249,079 an additional $625,852
- The approved 3rd party portion was $9M (35%), the proposed 3rd party portion was $9,826,698 (38%); the requested change to the 3rd party portion is $9,900,950 an additional $74,252
- The total incentives requested in the approved plan was $9,537,619 (37%) plus financing costs and interest; the proposed plan total incentives request was $6,550,000 (25%) plus financing costs and interest; the requested change to the total incentives request is $6,780,000 an additional $230,000 (3.5%)
- The approved TIF reimbursement was $5,675,000 (22%) plus financing costs & interest; the proposed TIF reimbursement was $5,370,000 (21%) plus financing costs & interest; the requested change of TIF reimbursement is $5,600,000 and additional $230,000 (4.3%)
- The approved Post-TIF CID was $1,015,146 (4%); the proposed Post-TIF CID is no longer anticipated
- The non-captured CID in the approved plan was included in the TIF reimbursement; the non-captured CID in the proposed plan is approximately $1.18M
- The approved NID costs in the approved plan was $2,847,473 (11%); the proposed NID costs are $0, the improvements are already complete
- The projected completion date of the approved plan was 2013; the projected completion date of the proposed plan is 2019
- The total square footage of the proposed plan was 113,263 ft²; the total square footage of the proposed plan is 81,000 ft² (approximately 24,310 ft² movie theater; approximately 4,800 ft² Casey's General Store already built)

- Mr. Lauber presented a map of the proposed TIF boundaries of the TIF redevelopment area of project area 2 to include the 5 lots proposed in the CID expansion
- Mr. Lauber explained the proposed financing methods of the TIF

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- Developer covers initial costs
  - In the proposed plan the costs will be covered upfront by the developer or 3rd party either through equity or loan
  - The new revenues will reimburse the developer; TIF revenue bonds based on the revenues – investor risk; city has been paying 50K for the debt services; will not take out the previous debt with Larino*;*
- Combination TIF revenue bonds and pay-as-you-go OR
- 100% pay-as-you-go

- Mr. Lauber explained the public financing components (if necessary)
  - TIF revenue bonds are based on the revenues generated and the investor takes on the risk; the City is currently paying $50K for debt services related to the current approved plan; the proposed plan does not alleviate the debt service associated with the current plan
    - PILOTs – payment in lieu of tax
    - EATs – economic activity taxes
    - Non-captured CID Sales Tax (1%)
  - In addition to existing financing
- Mr. Lauber summarized the Sources and Uses of Funds with requested change
  - Total project costs of $25,130,030; the projected TIF reimbursed costs of $4,980,000; Developer private costs $10,249,079; 3rd party private costs $9,900,950
  - Total project cost with Developer's share of NID costs $26,930,030; projected TIF reimbursed costs $6,780,000; Developer private cost $10,249,079; 3rd party private costs $9,900,950
- Mr. Lauber recapped at the TIF Commission Hearing the Commissioners heard evidence to recommend the approving a Second Amendment to the Grain Valley Marketplace Tax Increment Financing Plan Relating Only to Redevelopment Project 2; Mr. Lauber's firm reviewed the legal requirements as outlined in the staff report; its Mr. Lauber's opinion the Grain Valley Marketplace Project 2 TIF Plan revision dated March 7, 2016 does satisfy the statutory requirements and requested changes can be made with the appropriate mailed and publication notice
- Alderman Stanley asked for clarification on payment options
  - Mr. Lauber explained TIF doesn't create a new tax. TIF creates a redirection of new revenue. The property tax revenue created under PILOTs goes to a special allocation fund for reimbursement of the developer or goes to pay debt services.

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- Tom Denaway of Springsted, Inc located at 9229 Ward Parkway, Suite 104 Kansas City, Missouri presented a Second Amendment to Marketplace TIF Plan But-For Determination Report
    - Is a public incentive needed for this project?
        - Redevelopment not anticipated to occur without TIF
    - Mr. Denaway presented report conclusions based on Developer's anticipated income from the project
    - Mr. Denaway explained as proposed in the Plan the project return without assistance is below market range
        - Base Developer Pro Forma – Without Assistance (Unleveraged) the project would lose money -1.7%
    - Without incentive, development would be responsible for $15.2 M of $25.1 M project cost
        - $9.8 M to be funded by 3rd parties
    - Mr. Denaway explained revenue sensitivity – change needed to achieve market rate of return without assistance
        - 49% increase in revenue
        - 6.14% rate of return without assistance
    - Mr. Denaway explained the project cost and revenue sensitivity – change needed to achieve market rate of return without assistance
        - 20% reduction in project costs
        - 20% increase in lease rates
        - 6.24% rate of return without assistance
    - Mr. Denaway presented But-For Conclusions
        - The proposed project would not occur on this site without a public incentive based upon:
            - Blight Study prepared by Polsinelli PC, Development Analysis Department
            - Affidavit signed by the Applicant dated January 7, 2016
            - Springsted, Inc But-For Determination
        - At the time report was prepared, assumed NID reimbursement would be made from uncaptured CID sales tax. Inclusion of NID reimbursement would decrease Developer's projected return and increase the cost/revenue variance necessary to produce a market rate of return
- Curt Petersen of Polsinelli 6201 College Blvd #500 Overland Park, Kansas 66211; attorney representing developer Tim Harris and Robert de la Fuente

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- Mr. Petersen explained the developer is Tim Harris of Star Development. Mr. Harris is based in Clay County and has been in commercial development for over 30 years
- Mr. Harris has a signed lease for 60K ft² Cosentino's Price Chopper anchor site with 5 pad sites
- Mr. Petersen apologized for the cancelled special meeting on February 29, 2016 and explained the reason for the cancellation
  - Star Development received on the day of the meeting increased sub-contractor costs
  - Project costs were recalculated based on the increased sub-contractor costs
- Mr. Petersen indicated the project timeline
  - The term sheet has construction starting the later part of 2016
- Mr. Petersen highlighted the benefit of the increased revenue to the City and the tax jurisdictions after the project is paid off
- Mr. Petersen explained the retention/pull factor of retaining consumers and attracting consumers to the city by pulling from other cities is a benefit to the City
- Alderman Stanley stated her online review of Mr. Harris's other projects in the metro
- Alderman Johnston asked if Star Development has a signed lease with the grocery store
  - Mr. Petersen confirmed they have a signed lease
- Alderman Stanley inquired about Mr. Harris involvement with development in Blue Springs
  - Mr. Petersen stated Mr. Harris had acquired assets and has successfully paid off the bonds
- Alderman Headley inquired about the timeline of the restaurants
  - City Administrator Hunt explained the previous Developer had a superseding addendum to the redevelopment agreement setting the date for development
  - Mr. Lauber explained the city had an option to enforce the timeline for development however at the same time the previous developer began working with Star Acquisition for the sale of the development so enforcement of the contract was not pursued
- Alderman Stanley asked when the Price Chopper is scheduled to open and could there be any delays

Draft

- Mr. Petersen stated the completion of the grocery store is scheduled for the Fall of 2017; which is consistent with the lease and other project deadlines
- Mr. Petersen is not aware of any delays

- ***Bill No. B16-02*** *was voted upon with the following voice vote:*
  - *Aye: Arnold, Headley, Johnston, Palecek, Stanley, West*
  - *Nay: None*
  - *Abstain: None*

-Bill No. B16-02 Approved for a Second Reading: 6-0-

- City Administrator Hunt explained the need for motion from the Board of Aldermen to approve the City to sign the Term Sheet with the Developer to complete the TIF discussion for the evening.
  - Mr. Lauber explained the Board of Aldermen is approving the City signing a Term Sheet with the Developer based on the revised requested numbers by the Developer
    - The term sheet is a pre-contract the City and the Developer have been working on throughout the last year
    - The motion is authorizing the City to sign an agreement with the Developer ahead of the final approval of the Second Amendment of the TIF Plan
- *Alderman Johnston made a Motion to Authorize the City to sign the Term Sheet between the City of Grain Valley, Missouri and STAR Acquisitions, Inc. for the Second Amendment to the Marketplace Tax Increment Financing Plan and First Amendment of Redevelopment Project 2 dated March 14, 2016*
- *The Motion was Seconded by Alderman Headley*
  - No Discussion
- *Motion to Authorize the City to sign the Term Sheet between the City of Grain Valley, Missouri and STAR Acquisitions, Inc. for the Second Amendment to the Marketplace Tax Increment Financing Plan and First Amendment of Redevelopment Project 2 dated March 14, 2016 was voted on with the following voice vote:*

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- *Aye: Arnold, Headley, Johnston, Palecek, Stanley, West*
- *Nay: None*
- *Abstain: None*

-MOTION APPROVED: 6-0-

Bill No. B16-03: An Ordinance Approving the First Amendment to the Petition to Establish the Grain Valley Marketplace Community Improvement District

- City Attorney Matt Geary read **Bill No. B16-03** for its first reading by title only
- *Alderman West moved to accept first reading of **Bill No. B16-03** bringing it back for a second reading by title only*
- *The Motion was Seconded by Alderman Palecek*
  - No Discussion
- ***Bill No. B16-03** was voted upon with the following voice vote:*
  - *Aye: Arnold, Headley, Johnston, Palecek, Stanley, West*
  - *Nay: None*
  - *Abstain: None*

-Bill No. B16-03 Approved for a Second Reading: 6-0-

Bill No. B16-04: An Ordinance Approving a Petition for Addition of Property to the Grain Valley Marketplace Community Improvement District

- City Attorney Matt Geary read **Bill No. B16-04** for its first reading by title only
- *Alderman West moved to accept first reading of **Bill No. B16-04** bringing it back for a second reading by title only*
- *The Motion was Seconded by Alderman Arnold*
  - No Discussion
- ***Bill No. B16-04** was voted upon with the following voice vote:*
  - *Aye: Arnold, Headley, Johnston, Palecek, Stanley, West*
  - *Nay: None*
  - *Abstain: None*

-Bill No. B16-04 Approved for a Second Reading: 6-0-

Draft

Bill No. B16-05: An Ordinance Appointing Chenéy Parrish as the City Clerk of the City of Grain Valley, Missouri

- City Attorney Matt Geary read **Bill No. B16-05** for its first reading by title only
- *Alderman Johnston moved to accept first reading of **Bill No. B16-05** bringing it back for a second reading by title only*
- *The Motion was Seconded by Alderman Arnold*
  - No Discussion
- ***Bill No. B16-05** was voted upon with the following voice vote:*
  - *Aye: Arnold, Headley, Johnston, Palecek, Stanley, West*
  - *Nay: None*
  - *Abstain: None*

-Bill No. B16-05 Approved for a Second Reading: 6-0-

- City Attorney Matt Geary read **Bill No. B16-05** for its second reading by title only
- *Alderman Arnold moved to accept the second reading of **Bill No. B16-01** making it Ordinance #2378*
- *The Motion was Seconded by Alderman Stanley*
  - No Discussion
- ***Bill No. B16-05** was voted upon with the following roll call vote:*
  - *Aye: Arnold, Headley, Johnston, Palecek, Stanley, West*
  - *Nay: None*
  - *Abstain: None*

-BILL NO. B16-05 BECAME ORDINANCE #2378: 6-0-

Bill No. B16-06: An Ordinance Appointing Khalilah Holland as Deputy City Clerk of the City of Grain Valley, Missouri

- City Attorney Matt Geary read **Bill No. B16-06** for its first reading by title only
- *Alderman Arnold moved to accept first reading of **Bill No. B16-06** bringing it back for a second reading by title only*
- *The Motion was Seconded by Alderman West*
  - No Discussion
- ***Bill No. B16-06** was voted upon with the following voice vote:*

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- *Aye: Arnold, Headley, Johnston, Palecek, Stanley, West*
- *Nay: None*
- *Abstain: None*

-Bill No. B16-06 Approved for a Second Reading: 6-0-

- City Attorney Matt Geary read **Bill No. B16-06** for its second reading by title only
- *Alderman Arnold moved to accept the second reading of **Bill No. B16-06** making it Ordinance #2379*
- *The Motion was Seconded by Alderman Stanley*
  - No Discussion
- ***Bill No. B16-06** was voted upon with the following roll call vote:*
  - *Aye: Arnold, Headley, Johnston, Palecek, Stanley, West*
  - *Nay: None*
  - *Abstain: None*

-BILL NO. B16-06 BECAME ORDINANCE #2379: 6-0-

ITEM XIII: RESOLUTIONS

Resolution No. R16-10: A Resolution by the Board of Aldermen of the City of Grain Valley, Missouri Reappointing Kim Roam to the Industrial Development Authority Corporation for a Four (4) Year Term

- City Attorney Matt Geary read **Resolution No. R16-10** by title only
- *Alderman West moved to accept Resolution No. R16-10 as read*
- *The Motion was Seconded by Alderman Headley*
  - City Administrator Hunt explained there are expired Industrial Development Authority (IDA) terms. The terms have gone stale with the change in City Administration. The resolutions reappointing members to the IDA will reestablish the two year and four appointments and in the future the terms will be extended to 6 year terms.
- *Resolution No. R16-10 was voted upon with the following voice vote:*
  - *Aye: Arnold, Headley, Johnston, Palecek, Stanley, West*
  - *Nay: None*
  - *Abstain: None*

-RESOLUTION NO. R16-10 APPROVED: 6-0-

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Resolution No. R16-11: A Resolution by the Board of Aldermen of the City of Grain Valley, Missouri Reappointing Michael Switzer to the Industrial Development Authority Corporation for a Two (2) Year Term

- City Attorney Matt Geary read **Resolution No. R16-11** by title only
- *Alderman West moved to accept Resolution No. R16-11 as read*
- *The Motion was Seconded by Alderman Arnold*
- *Resolution No. R16-11 was voted upon with the following voice vote:*
  - *Aye: Arnold, Headley, Johnston, Palecek, Stanley, West*
  - *Nay: None*
  - *Abstain: None*

-RESOLUTION NO. R16-11 APPROVED: 6-0-

Resolution No. R16-12: A Resolution by the Board of Aldermen of the City of Grain Valley, Missouri Reappointing Penny Kruse to the Industrial Development Authority Corporation for a Two (2) Year Term

- City Attorney Matt Geary read **Resolution No. R16-12** by title only
- *Alderman West moved to accept Resolution No. R16-12 as read*
- *The Motion was Seconded by Alderman Stanley*
  - No Discussion
- *Resolution No. R16-12 was voted upon with the following voice vote:*
  - *Aye: Arnold, Headley, Johnston, Palecek, Stanley, West*
  - *Nay: None*
  - *Abstain: None*

-RESOLUTION NO. R16-12 APPROVED: 6-0-

Resolution No. R16-13: A Resolution by the Board of Aldermen of the City of Grain Valley, Missouri Authorizing the City Administrator to Enter into a Contract with VF Anderson Builders LLC for Grain Valley's "Water Main Replacements Project No. 18214.004"

- City Attorney Matt Geary read **Resolution No. R16-13** by title only
- *Alderman Palecek moved to accept Resolution No. R16-13 as read*
- *The Motion was Seconded by Alderman Headley*
  - Mr. Murphy explained the contract will be for the following projects: a water main upgrade from an 8 inch to a 12 inch at the corner from Ryan Rd and Minter,

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replacement of a 2 inch main on Minter from Thieme to Capelle and replacement of a 4 inch main on Thieme from Yennie to 40 Hwy. The project came in under the engineers estimate and references were checked.
  - Alderman Arnold asked if the contractor is related to any employee
    - Mr. Murphy said the contractor is not related to an employee
  - Alderman Headley asked who were the references checked
    - Mr. Murphy could not recall at the time who the references were but did recognize the contractor had recently completed another Bartlett & West project and the contractor was able to complete 3 projects simultaneous
- *Resolution No. R16-13 was voted upon with the following voice vote:*
  - *Aye: Arnold, Headley, Johnston, Palecek, Stanley, West*
  - *Nay: None*
  - *Abstain: None*

-RESOLUTION NO. R16-13 APPROVED: 6-0-

Resolution No. R16-14: A Resolution by the Board of Aldermen of the City of Grain Valley, Missouri Authorizing the City Administrator to Enter into an Agreement with T.J.'s Turf Maintenance AKA Earl Madison Company for Abatement Services

- City Attorney Matt Geary read **Resolution No. R16-14** by title only
- *Alderman Palecek moved to accept Resolution No. R16-14 as read*
- *The Motion was Seconded by Alderman Arnold*
  - City Administrator Hunt explained the contract is for weed and grass abatement and junk, trash, debris nuisance removal services
- *Resolution No. R16-14 was voted upon with the following voice vote:*
  - *Aye: Arnold, Headley, Johnston, Palecek, Stanley, West*
  - *Nay: None*
  - *Abstain: None*

-RESOLUTION NO. R16-14 APPROVED: 6-0-

Resolution No. R16-15: A Resolution by the Board of Aldermen of the City of Grain Valley, Missouri Authorizing the City Administrator to Enter into an Agreement with MKEC Engineering, INC., for Engineering Services on the SW Eagles Parkway Sidewalk Extension Project

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- City Attorney Matt Geary read **Resolution No. R16-15** by title only
- *Alderman Palecek moved to accept Resolution No. R16-15 as read*
- *The Motion was Seconded by Alderman Headley*
    - Mr. Murphy explained the Eagles Sidewalk Extension project was awarded a Transportation Alternatives Program grant through the Mid America Regional Council and the Missouri Department of Transportation to cover a portion of the cost of construction.
    - Mr. Murphy explained the resolution is for the engineering/design costs in 2016 and the grant money for construction in 2017.
    - Mr. Murphy explained the sidewalk is on Eagles Parkway near Garden to Kirby
- *Resolution No. R16-15 was voted upon with the following voice vote:*
    - *Aye: Arnold, Headley, Johnston, Palecek, Stanley, West*
    - *Nay: None*
    - *Abstain: None*

-RESOLUTION NO. R16-15 APPROVED: 6-0-

ITEM XIV: CITY ATTORNEY REPORT

- None

ITEM XV: CITY ADMINISTRATOR/STAFF REPORTS

- City Administrator *(City Administrator Ryan Hunt)*
    - None
- Finance *(Finance Director Cathy Bowden)*
    - None
- Human Resources/City Clerk *(Executive Administrative Assistant/Deputy City Clerk Khalilah Holland)*
    - None
- Parks & Recreation Department *(Parks & Recreation Director Shannon Davies)*
    - Mr. Davies explained Parks & Recreation will begin accepting applications for the Community Garden on March 21, 2016. Mr. Davies explained there have been improvements and expansion to the amenity through a recent Truman Heartland Community Foundation grant received. The grant paid for a message board and park benches.
    - Mr. Davies explained this is the start of the 4th year of the municipal challenge. The first event is a trivia challenge Friday, March 18, 2016.

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- Police *(Chief of Police David Starbuck)*
  - Chief Starbuck stated the Police Department will be conducting an active shooting training with local law enforcement agencies at the local movie theater on Monday and Wednesday, March 14 and 16, 2016 from 10 p.m. to 2 a.m.
- Community Development Director (*Community Development Director Ken Murphy)*
  - Mr. Murphy explained the KCP&L Electric Vehicle charging stations have been installed in the parking lot between City Hall and the Community Center
  - Construction on Main Street will begin on April 4, 2016. Mr. Murphy stated construction is scheduled to be complete by August 1, 2016. Staff has stressed the necessity of informing business and property owners of the work being completed.

ITEM XVI: BOARD OF ALDERMEN REPORTS & COMMENTS

- Alderman Dale Arnold
  - Requested Matt Geary to send him the State Statute on the parking sign ordinance
- Alderman Bob Headley
  - Requested contractor remove the sand and gravel from the roadway before the rain season
- Alderman Chuck Johnston
  - None
- Alderman Valerie Palecek
  - Requested a compost area be included at the Community Garden.
    - Mr. Davies stated it is something the Parks department is working on
- Alderman Tranita Stanley
  - Hosting a job fair on April, 24, 2016 at the Community Center; the job fair has 26 spots available for businesses and the registration deadline is April 1, 2016; anyone interested in participating should contact Alderman Stanley
- Alderman Yolanda West
  - Inquired if Main Street will be open during construction; Mr. Murphy stated Main Street is scheduled to remain open throughout the construction process; however, there may be only one lane open at a time

ITEM XVII: MAYOR MIKE TODD

- None

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ITEM XVIII: EXECUTIVE SESSION

- Mayor Todd stated a need to hold an Executive Session for the following items:
  - Legal Actions, Causes of Action of Litigation Pursuant to Section 610.021(1), RSMo. 1998, as Amended
  - Individually Identifiable Personnel Records, Personnel Records, Performance Ratings or Records Pertaining to Employees or Applicants for Employment, Pursuant to Section 610.021(13), RSMo 1998, as Amended

- *Alderman Headley moved to close the Regular Meeting for items related to Section 610.021(1) and 610.021 (13), RSMo. 1998, as Amended*
- *The motion was seconded by Alderman Arnold*
  - No Discussion
- *The motion was voted on with the following roll call vote:*
  - *Aye: Arnold, Headley, Johnston, Palecek, Stanley, West*
  - *Nay: None*
  - *Abstain: None*

-MOTION CARRIED: 6-0-

-THE REGULAR MEETING CLOSED AT 9:11 PM

- *Alderman Headley moved to open the Regular Meeting*
- *The motion was seconded by Alderman West*
  - No Discussion
- *The motion was voted on with the following roll call vote:*
  - *Aye: Arnold, Headley, Johnston, Palecek, Stanley, West*
  - *Nay: None*
  - *Abstain: None*

-MOTION CARRIED: 6-0-

-THE REGULAR MEETING OPENED AT 10:20 P.M.

ITEM XIX: ADJOURNMENT

Draft

Minutes submitted by:

_____ _____

Khalilah Holland
Deputy City Clerk

Date

Minutes approved by:

_____ _____

Mike Todd
Mayor

Date

Draft

ELECTED OFFICIALS PRESENT	ELECTED OFFICIALS ABSENT	STAFF OFFICIALS PRESENT
Mayor Mike Todd	None	City Attorney Matt Geary
Alderman Dale Arnold		City Administrator Ryan Hunt
Alderman Bob Headley		Executive Administrative Assistant Khalilah Holland
Alderman Chuck Johnston		Community Development Director Ken Murphy
Alderman Valerie Palecek		Finance Director Cathy Bowden
Alderman Tranita Stanley		Parks & Recreation Director Shannon Davies
Alderman Yolanda West		Chief of Police David Starbuck

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DEPARTMENT	FUND	VENDOR NAME	DESCRIPTION	AMOUNT_
NON-DEPARTMENTAL	GENERAL FUND	MO DEPT OF REVENUE	MISSOURI WITHHOLDING	2,338.42
		FAMILY SUPPORT PAYMENT CENTER	VANDER LINDEN CASE 6079233	184.62
		UMB BANK-HSA	HSA - GRAIN VALLEY, MO	873.12
		CITY OF GRAIN VALLEY -FLEX	FLEX - DEPENDENT CARE	104.17
			FLEX PLAN	177.50
		ICMA RC	ICMA 457 %	311.28
			ICMA 457	399.30
		INTERNAL REVENUE SERVICE	FEDERAL WH	6,670.48
			SOCIAL SECURITY	3,858.68
			MEDICARE	902.42_
			TOTAL:	15,819.99
HR/CITY CLERK	GENERAL FUND	UMB BANK-HSA	HSA - GRAIN VALLEY, MO	25.00
		INTERNAL REVENUE SERVICE	SOCIAL SECURITY	175.04
			MEDICARE	40.94_
			TOTAL:	240.98
INFORMATION TECH	GENERAL FUND	MORPHOTRAK INC	LIVESCAN MAINTENANCE	4,211.04_
			TOTAL:	4,211.04
BLDG & GRDS	GENERAL FUND	MISSOURI GAS ENERGY	624 JAMES ROLLO CT	29.32
			711 S MAIN ST	46.31
		UMB BANK-HSA	HSA - GRAIN VALLEY, MO	50.00
		ENVIROSTAR WASTE SERVICE INC	FEB 2016 DISPOSAL	49.68
		COMCAST - HIERARCY ACCT	COMCAST 46122 CITY HALL	224.85
		INTERNAL REVENUE SERVICE	SOCIAL SECURITY	74.70
			MEDICARE	17.47_
			TOTAL:	492.33
ADMINISTRATION	GENERAL FUND	UMB BANK-HSA	HSA - GRAIN VALLEY, MO	62.50
		RICOH USA INC	MAILROOM C85075881	211.25
			ADMIN C85075927	211.25
		ICMA RC	EMPLOYEE DEDUCTIONS	99.04
		INTERNAL REVENUE SERVICE	SOCIAL SECURITY	195.01
			MEDICARE	45.61_
			TOTAL:	824.66
ELECTED	GENERAL FUND	JACKSON COUNTY ELECTION BOARD	ELECTION EXPENSE	12,900.00
		SUMMIT LITHO INC	SPR/SUM 2016 CITY VIEW	4,546.53_
			TOTAL:	17,446.53
LEGAL	GENERAL FUND	JAMES T COOK	CITY ATTORNEY	125.00_
			TOTAL:	125.00
FINANCE	GENERAL FUND	MO DEPT OF REVENUE	MISSOURI WITHHOLDING	0.50
		UMB BANK-HSA	HSA - GRAIN VALLEY, MO	50.00
		GOVERNMENT FINANCE	BOWDEN:CLASS REGISTRATION	85.00
		INTERNAL REVENUE SERVICE	SOCIAL SECURITY	134.91
			MEDICARE	31.56_
			TOTAL:	301.97
COURT	GENERAL FUND	JAMES T COOK	CITY PROSECUTOR	650.00
		JOHNSON COUNTY SHERIFF	FEB 16 MONTHLY COSTS	880.00
		UMB BANK-HSA	HSA - GRAIN VALLEY, MO	2.66
		INTERNAL REVENUE SERVICE	SOCIAL SECURITY	110.21
			MEDICARE	25.78

DEPARTMENT	FUND	VENDOR NAME	DESCRIPTION	AMOUNT_
			TOTAL:	1,668.65
VICTIM SERVICES	GENERAL FUND	UMB BANK-HSA	HSA - GRAIN VALLEY, MO	50.00
		INTERNAL REVENUE SERVICE	SOCIAL SECURITY	126.46
			MEDICARE	29.58_
			TOTAL:	206.04
FLEET	GENERAL FUND	UMB BANK-HSA	HSA - GRAIN VALLEY, MO	50.00
		INTERNAL REVENUE SERVICE	SOCIAL SECURITY	101.71
			MEDICARE	23.79_
			TOTAL:	175.50
POLICE	GENERAL FUND	DANIEL IIAMS	IIAMS: MEALS SAFETAC TRAIN	46.00
		UMB BANK-HSA	HSA - GRAIN VALLEY, MO	947.34
		JACOB WISE	WISE:MEALS SAFETAC TRAININ	46.00
		MIDWEST RADAR & EQUIPMENT	RADAR CERTIFICATION	540.00
		RICOH USA INC	PD C85075912	211.25
			PD C85075930	224.26
			PD DESK C85075921	29.56
		HAMPEL OIL INC	BULK GASOHOL/DIESEL	513.40
			BULK GASOHOL/DIESEL	45.46
			BULK GASOHOL/DIESEL	485.06
			BULK GASOHOL/DIESEL	50.92
		MISCELLANEOUS HOTEL AT OLDTOWN	HOTEL AT OLDTOWN:	138.34
		ALAMAR UNIFORMS	VEST ORDER	749.00
		CREATIVE PRODUCT SOURCING INC	DARE GRADUATION	2,100.59
		INTERNAL REVENUE SERVICE	SOCIAL SECURITY	2,529.61
			MEDICARE	591.59
		JACKSON COUNTY MGR OF FINANCE	DISPATCH SERVICES	7,919.61_
			TOTAL:	17,167.99
ANIMAL CONTROL	GENERAL FUND	HAMPEL OIL INC	BULK GASOHOL/DIESEL	29.12
		INTERNAL REVENUE SERVICE	SOCIAL SECURITY	92.03
			MEDICARE	21.52_
			TOTAL:	142.67
PLANNING & ENGINEERING	GENERAL FUND	UMB BANK-HSA	HSA - GRAIN VALLEY, MO	153.00
		HAMPEL OIL INC	BULK GASOHOL/DIESEL	18.71
			BULK GASOHOL/DIESEL	40.94
		INTERNAL REVENUE SERVICE	SOCIAL SECURITY	319.04
			MEDICARE	74.62_
			TOTAL:	606.31
ECONOMIC DEVELOPMENT	GENERAL FUND	MISCELLANEOUS VALLEY BROASTERS	VALLEY BROASTERS:	76.70_
			TOTAL:	76.70
NON-DEPARTMENTAL	PARK FUND	MO DEPT OF REVENUE	MISSOURI WITHHOLDING	368.40
		UMB BANK-HSA	HSA - GRAIN VALLEY, MO	121.46
		CITY OF GRAIN VALLEY -FLEX	FLEX - DEPENDENT CARE	229.17
			FLEX PLAN	91.67
		ICMA RC	ICMA 457 %	134.51
			ICMA 457	281.00
		INTERNAL REVENUE SERVICE	FEDERAL WH	1,086.40
			SOCIAL SECURITY	726.30
			MEDICARE	169.85_
			TOTAL:	3,208.76

DEPARTMENT	FUND	VENDOR NAME	DESCRIPTION	AMOUNT_
PARK ADMIN	PARK FUND	UMB BANK-HSA	HSA - GRAIN VALLEY, MO	125.00
		COMCAST - HIERARCY ACCT	COMCAST 46122 CITY HALL	37.47
			COMCAST 90898 TYER TOWER	99.85
		HAMPEL OIL INC	BULK GASOHOL/DIESEL	222.95
			BULK GASOHOL/DIESEL	41.43
		MICHAEL J MORRIS	RecDesk Program	3,900.00
		SUMMIT LITHO INC	SPR/SUM 2016 CITY VIEW	1,363.95
			SPR/SUM 2016 CITY VIEW	3,182.57
		ICMA RC	EMPLOYEE DEDUCTIONS	19.81
		INTERNAL REVENUE SERVICE	SOCIAL SECURITY	313.89
			MEDICARE	73.42_
			TOTAL:	9,380.34
PARKS STAFF	PARK FUND	MISSOURI GAS ENERGY	600 BUCKNER TARSNEY RD	108.56
			624 JAMES ROLLO CT	14.66
		UMB BANK-HSA	HSA - GRAIN VALLEY, MO	50.00
		MUSCO SPORTS LIGHTING LLC	Ballasts & Lamps	1,173.26
		SITEONE LANDSCAPE SUPPLY LLC	Seed & Fertilizer	2,375.48
			Seed & Fertilizer	2,375.47
		LAWN & LEISURE	Pole Saw	605.09
		INTERNAL REVENUE SERVICE	SOCIAL SECURITY	231.29
			MEDICARE	54.08_
			TOTAL:	6,987.89
RECREATION	PARK FUND	INTERNAL REVENUE SERVICE	SOCIAL SECURITY	4.93
			MEDICARE	1.16_
			TOTAL:	6.09
COMMUNITY CENTER	PARK FUND	MISSOURI GAS ENERGY	713 S MAIN ST	381.51
			713 S MAIN ST #A	37.33
		ETS CORPORATION	MONTHLY CREDIT CARD FEES	7.86
			MONTHLY CREDIT CARD FEES	108.74
		ENVIROSTAR WASTE SERVICE INC	FEB 2016 DISPOSAL	55.00
			FEB 2016 DISPOSAL	21.60
		COMCAST - HIERARCY ACCT	COMCAST 46130 CC	90.56
		RICOH USA INC	COMM CTR C85075928	211.25
			CC DESK C85075922	29.58
		INTERNAL REVENUE SERVICE	SOCIAL SECURITY	176.19
			MEDICARE	41.19_
			TOTAL:	1,160.81
NON-DEPARTMENTAL	TRANSPORTATION	MO DEPT OF REVENUE	MISSOURI WITHHOLDING	119.70
		FAMILY SUPPORT PAYMENT CENTER	SNODGRASS CASE 91536266	20.60
		UMB BANK-HSA	HSA - GRAIN VALLEY, MO	77.21
		ICMA RC	ICMA 457	10.50
		INTERNAL REVENUE SERVICE	FEDERAL WH	346.70
			SOCIAL SECURITY	223.85
			MEDICARE	52.34_
			TOTAL:	850.90
TRANSPORTATION	TRANSPORTATION	MISSOURI GAS ENERGY	405 JAMES ROLLO DR	59.94
			624 JAMES ROLLO CT	29.32
			711 S MAIN ST	3.97
			405 JAMES ROLLO DR	40.92
		UMB BANK-HSA	HSA - GRAIN VALLEY, MO	117.50
		COMCAST - HIERARCY ACCT	COMCAST 46122 CITY HALL	22.48

DEPARTMENT	FUND	VENDOR NAME	DESCRIPTION	AMOUNT_
			COMCAST 69165 PW	25.18
		RICOH USA INC	PW C85075929	42.25
		HAMPEL OIL INC	BULK GASOHOL/DIESEL	72.49
			BULK GASOHOL/DIESEL	22.69
		TRUCK TRAILER & HITCH CENTER	24K LB TRAILER	1,999.80
		INTERNAL REVENUE SERVICE	SOCIAL SECURITY	223.85
			MEDICARE	52.34_
			TOTAL:	2,712.73
NON-DEPARTMENTAL	MKTPL TIF-PR#2 SPE	UMB BANK	PROJECT #2	114,726.90
		CENTRAL JACKSON COUNTY FPD	PAYMENT OF 50% OF CJC PROP	7,181.36_
			TOTAL:	121,908.26
NON-DEPARTMENTAL	MKT PL CID-PR2 SAL	UMB BANK	JANUARY CID/USE	5,532.15_
			TOTAL:	5,532.15
NON-DEPARTMENTAL	WATER/SEWER FUND	MO DEPT OF REVENUE	MISSOURI WITHHOLDING	881.48
		FAMILY SUPPORT PAYMENT CENTER	SNODGRASS CASE 91536266	82.40
		UMB BANK-HSA	HSA - GRAIN VALLEY, MO	569.09
		MISCELLANEOUS GIPSON, ROBERTA	10-150100-03	15.54
		ALTISOURCE SINGLE FA	10-226900-03	15.54
		WALKER, ANJANETTE	10-237300-08	65.54
		RHYMES, TIFFANY	10-240500-08	65.54
		MUHLESTEIN, AMBER	10-435401-04	15.54
		SIMMONS, SAMANTHA	10-450260-03	15.54
		ALBRACHT, TOM	10-458060-01	0.17
		TECCE, KEVIN	10-474520-05	3.55
		CRICK, LYNN	10-504600-08	53.10
		CITY OF GRAIN VALLEY -FLEX	FLEX - DEPENDENT CARE	83.34
		ICMA RC	ICMA 457 %	202.13
			ICMA 457	109.20
		INTERNAL REVENUE SERVICE	FEDERAL WH	2,828.28
			SOCIAL SECURITY	1,555.17
			MEDICARE	363.73_
			TOTAL:	6,924.88
WATER	WATER/SEWER FUND	PEREGRINE CORPORATION	MAR MONTHLY BILL PRINTING	419.56
			MAR MONTHLY BILL PRINTING	78.78
		CITY OF INDEPENDENCE UTILITIES	18938 100CF 01/14-02/16	27,904.86
		MISSOURI GAS ENERGY	405 JAMES ROLLO DR	119.95
			624 JAMES ROLLO CT	36.67
			711 S MAIN ST	7.94
			405 JAMES ROLLO DR	81.89
		ETS CORPORATION	MONTHLY CREDIT CARD FEES	899.01
			MONTHLY CREDIT CARD FEES	642.87
		UMB BANK-HSA	HSA - GRAIN VALLEY, MO	358.50
		ENVIROSTAR WASTE SERVICE INC	FEB 2016 DISPOSAL	18.36
		COMCAST - HIERARCY ACCT	COMCAST 46122 CITY HALL	44.97
			COMCAST 69165 PW	50.36
		HD SUPPLY WATERWORKS LTD	FIRE HYDRANT PARTS	662.00
		RICOH USA INC	PW C85075929	84.50
			CD C85075926	131.47
		HAMPEL OIL INC	BULK GASOHOL/DIESEL	174.05
			BULK GASOHOL/DIESEL	102.11
		EMPIRE ELECTRIC SERVICES & TECHNOLOGIE	BOOSTER STATION REPAIR	2,451.00
		TRUCK TRAILER & HITCH CENTER	24K LB TRAILER	3,999.60

DEPARTMENT	FUND	VENDOR NAME	DESCRIPTION	AMOUNT_
		CENTRAL POWER SYSTEMS &	GENERATOR SERVICES	1,095.00
		ICMA RC	EMPLOYEE DEDUCTIONS	39.62
		INTERNAL REVENUE SERVICE	SOCIAL SECURITY	777.61
			MEDICARE	181.88_
			TOTAL:	40,362.56
SEWER	WATER/SEWER FUND	PEREGRINE CORPORATION	MAR MONTHLY BILL PRINTING	419.56
			MAR MONTHLY BILL PRINTING	78.78
		MISSOURI GAS ENERGY	405 JAMES ROLLO DR	120.07
			624 JAMES ROLLO CT	36.64
			711 S MAIN ST	7.93
			405 JAMES ROLLO DR	81.98
		ETS CORPORATION	MONTHLY CREDIT CARD FEES	899.00
			MONTHLY CREDIT CARD FEES	642.87
		UMB BANK-HSA	HSA - GRAIN VALLEY, MO	358.50
		ENVIROSTAR WASTE SERVICE INC	FEB 2016 DISPOSAL	18.36
		COMCAST - HIERARCY ACCT	COMCAST 46122 CITY HALL	44.97
			COMCAST 69165 PW	50.36
		RICOH USA INC	PW C85075929	84.50
			CD C85075926	131.47
		HAMPEL OIL INC	BULK GASOHOL/DIESEL	174.05
			BULK GASOHOL/DIESEL	102.11
		TRUCK TRAILER & HITCH CENTER	24K LB TRAILER	3,999.60
		ICMA RC	EMPLOYEE DEDUCTIONS	39.61
		INTERNAL REVENUE SERVICE	SOCIAL SECURITY	777.52
			MEDICARE	181.81_
			TOTAL:	8,249.69
NON-DEPARTMENTAL	GENERAL FUND	BLUE CROSS BLUE SHIELD OF KC	PPO	149.61
			PPO	33.79
			PPO	304.03
			HSA	516.67
			HSA	996.30
			HSA	104.37
		KCMO CITY TREASURER	KC EARNINGS TAX WH	41.36
		DONALD THOMAS	HIBLER RESTITUTION	300.00
		DELTA DENTAL OF MO LOCKBOX	DENTAL	75.05
			DENTAL	131.80
			DENTAL	76.44
		FRATERNAL ORDER OF POLICE	EMPLOYEE DEDUCTIONS	270.00
		HAMPEL OIL INC	CJC FUEL	276.04
			CJC FUEL	54.62
		AFLAC	AFLAC AFTER TAX	71.37
			AFLAC CRITICAL CARE	6.78
			AFLAC PRETAX	249.55
			AFLAC-W2 DD PRETAX	204.03
		BRANDON DAVIS	PETERSON RESTITUTION	135.00
		RAY COUNTY SHERIFFS DEPARTMENT	BURNELL RESTITUTION	20.00
		VISION SERVICE PLAN - IC	VISION	36.16
			VISION	16.37
			VISION	29.14
			VISION	8.85_
			TOTAL:	4,107.33
HR/CITY CLERK	GENERAL FUND	BLUE CROSS BLUE SHIELD OF KC	HSA	94.89
		US HEALTHWORKS	PARRISH SCREENING	74.00

DEPARTMENT	FUND	VENDOR NAME	DESCRIPTION	AMOUNT_
		MISSOURI LAGERS	MONTHLY CONTRIBUTIONS	60.33
		CBIZ PAYROLL	MAR 16 COBRA	58.80
		S & S PRINTING	2500) #10 WINDOW ENVELOPES	55.00
		DELTA DENTAL OF MO LOCKBOX	DENTAL	8.96_
			TOTAL:	351.98
INFORMATION TECH	GENERAL FUND	OFFICE DEPOT	CABLE/NETGEAR PROSAFE	29.07_
			TOTAL:	29.07
BLDG & GRDS	GENERAL FUND	BLUE CROSS BLUE SHIELD OF KC	HSA	189.78
		MISSOURI LAGERS	MONTHLY CONTRIBUTIONS	98.80
		LBA AIR COND HTG & PLBG INC	POLICE A/C UNIT LEAKING	85.00
			INVOICE PAID TWICE	212.50-
		DELTA DENTAL OF MO LOCKBOX	DENTAL	17.92_
			TOTAL:	179.00
ADMINISTRATION	GENERAL FUND	BLUE CROSS BLUE SHIELD OF KC	HSA	294.15
			HSA	137.59
			HSA	47.44
		MISSOURI LAGERS	MONTHLY CONTRIBUTIONS	269.76
		AMAZON.COM	ADOBE PHOTOSHOP ELEMENTS	114.78
			HANDS FREE MOUNT FOR WORK	28.50
		CHEDDARS RESTAURANT #8002	HUNT:MONTHLY LUNCH W/ DR	14.91
		DELTA DENTAL OF MO LOCKBOX	DENTAL	29.25
			DENTAL	12.96
			DENTAL	4.48
		VERIZON	FARADAY FOLIO FOR IPAD	73.54
		MISSOURI ECONOMIC	2016 MEMBERSHIP	175.00
		VISION SERVICE PLAN - IC	VISION	7.29_
			TOTAL:	1,209.65
ELECTED	GENERAL FUND	KAMPS FLOWERS	BARTON:FATHERS FUNERAL	49.94
		CVS #08950	JUDGE JACK GET WELL CARD	2.17_
			TOTAL:	52.11
FINANCE	GENERAL FUND	BLUE CROSS BLUE SHIELD OF KC	HSA	189.78
		MISSOURI LAGERS	MONTHLY CONTRIBUTIONS	187.52
		DELTA DENTAL OF MO LOCKBOX	DENTAL	8.96
			DENTAL	12.13
		MO DEPT OF REVENUE	FEB 16 MONTHLY SALES TAX R	35.00
		MOGFOA	16 ACCT ACADEMY:CHIESA-CUL	400.00_
			TOTAL:	833.39
COURT	GENERAL FUND	BLUE CROSS BLUE SHIELD OF KC	HSA	199.89
		MISSOURI LAGERS	MONTHLY CONTRIBUTIONS	146.73
		DELTA DENTAL OF MO LOCKBOX	DENTAL	0.95
			DENTAL	24.26
		ROSS MILLER CLEANERS	FEB 16 CLEANING	36.00_
			TOTAL:	407.83
VICTIM SERVICES	GENERAL FUND	BLUE CROSS BLUE SHIELD OF KC	HSA	275.17
		MISSOURI LAGERS	MONTHLY CONTRIBUTIONS	110.55
		DELTA DENTAL OF MO LOCKBOX	DENTAL	25.92_
			TOTAL:	411.64
FLEET	GENERAL FUND	BLUE CROSS BLUE SHIELD OF KC	HSA	189.78

DEPARTMENT	FUND	VENDOR NAME	DESCRIPTION	AMOUNT_
		UNIFIRST CORPORATION	PW/WOLTZ UNIFORMS	4.95
		MISSOURI LAGERS	MONTHLY CONTRIBUTIONS	135.49
		ADVANCE AUTO PARTS	12) OIL 5W30 QT CQOIL	26.28
		OREILLY AUTOMOTIVE INC	12)1QT TRANS FLD	89.88
			SNAP-IN VLV	5.28
			DUAL LOCK	110.75
		DELTA DENTAL OF MO LOCKBOX	DENTAL	24.26
		FASTENAL COMPANY	3) 3/8" BALL SOCKET BIT	11.51
			25) S HOOK 498/ 10) 1/4X6	7.31_
			TOTAL:	605.49
POLICE	GENERAL FUND	BLUE CROSS BLUE SHIELD OF KC	PPO	275.17
			PPO	389.04
			HSA	825.51
			HSA	1,887.69
			HSA	1,945.20
			HSA	294.16
		MISSOURI LAGERS	EMPLOYER CONTRIBUTIONS	3,183.36
			MONTHLY CONTRIBUTIONS	367.76
		PETTY CASH	MINSKYS:FOOD FOR PARTICIPA	72.00
			WESTLAKE:KEYS	11.97
		SAMS CLUB/GECRB	FOLGERS/SUGAR/STACK CHAIR	83.96
		OREILLY AUTOMOTIVE INC	WIPER BLADES	33.90
			WATER PUMP/1GAL ANTIFREEZE	63.68
		THE UPS STORE	SHIPPING	79.20
		DELTA DENTAL OF MO LOCKBOX	DENTAL	77.76
			DENTAL	160.33
			DENTAL	160.65
			DENTAL	97.04
		ZIOS ITALIAN KITCHEN	VIPS APPRECIATION DINNER	478.63
		MO COALITION	MO CRISIS INTERVENTION CON	40.00
		FRATERNAL ORDER OF POLICE WICHITA LODG	SAFETAC TRAINING	60.00
			SAFETAC TRAINING	60.00
		BLOOMSTODAY.COM	BLOOMS REWARDS MEMBERSHIP	9.99
			FLOWERS FOR CHAD YOUNGS	100.96
		EBAY.COM	MOTOROLA SPEAKER	182.25
		LEXISNEXIS RISK DATA MGMT INC	FEB 16 ACTIVITY	50.00
		GOODYEAR COMMERCIAL TIRE	2) GY 235/55R17 EAG RSA VS	344.55
			4) GY 235/55R17 EAG RSA VS	437.40
		ALAMAR UNIFORMS	YOUNGS UNIFORM	279.00
		MIRROR IMAGE EXPRESS CARWASH	FEB 16 WASHES	72.00
		CREATIVE PRODUCT SOURCING INC	TRITAN TUMBLER	93.75
		ROSS MILLER CLEANERS	FEB 16 CLEANING	93.00
		MOLLE CHEVROLET INC	GRILLE	61.60_
			TOTAL:	12,371.51
ANIMAL CONTROL	GENERAL FUND	BLUE CROSS BLUE SHIELD OF KC	PPO	189.78
		MISSOURI LAGERS	MONTHLY CONTRIBUTIONS	100.35
		PETTY CASH	BATTERIES FOR ACO CHIP SCA	5.75_
			TOTAL:	295.88
PLANNING & ENGINEERING	GENERAL FUND	BLUE CROSS BLUE SHIELD OF KC	HSA	426.51
			HSA	286.58
		MISSOURI LAGERS	MONTHLY CONTRIBUTIONS	450.20
		DELTA DENTAL OF MO LOCKBOX	DENTAL	14.26
			DENTAL	44.98

DEPARTMENT	FUND	VENDOR NAME	DESCRIPTION	AMOUNT_
			TOTAL:	1,222.53
NON-DEPARTMENTAL	PARK FUND	BLUE CROSS BLUE SHIELD OF KC	PPO	149.61
			HSA	179.34
		KCMO CITY TREASURER	KC EARNINGS TAX WH	15.83
		DELTA DENTAL OF MO LOCKBOX	DENTAL	16.35
			DENTAL	26.36
			DENTAL	1.18
		AFLAC	AFLAC CRITICAL CARE	3.48
			AFLAC PRETAX	15.03
			AFLAC-W2 DD PRETAX	18.66
		VISION SERVICE PLAN - IC	VISION	6.08_
			TOTAL:	431.92
PARK ADMIN	PARK FUND	BLUE CROSS BLUE SHIELD OF KC	HSA	58.83
			HSA	577.86
			HSA	56.94
		MISSOURI LAGERS	MONTHLY CONTRIBUTIONS	427.28
		SAMS CLUB/GECRB	ZIPLOCK FREEZER BAGS	24.60
		HOLIDAY INN EXECUTIVE CENTER	DAVIES:HOTEL	320.61
			STATE TAX CREDIT	23.43-
			STRADER: HOTEL	344.04
			STATE TAX CREDIT	23.43-
			JONES: HOTEL	344.04
		AUTHORIZE.NET	FEB SIGNUPS	25.30
		DELTA DENTAL OF MO LOCKBOX	DENTAL	5.85
			DENTAL	28.51
			DENTAL	3.58
			DENTAL	32.13
			DENTAL	2.43
		FOSTER CLEANERS	CLEANED MRS CLAUS BLANKETS	60.00
		BESTBLANKS COM	MAGNETIC SIGN BLANKS	58.88
		VISION SERVICE PLAN - IC	VISION	1.46_
			TOTAL:	2,325.48
PARKS STAFF	PARK FUND	BLUE CROSS BLUE SHIELD OF KC	PPO	275.17
			HSA	189.78
		FELDMANS FARM & HOME	LYNCH PIN/LIFTARM BUSHING	22.21
			12 OZ BAR-B-QUE BLACK	5.99
		GUIER FENCE INC	END RAIL CLAMP/GALV CARR B	4.91
		MISSOURI LAGERS	MONTHLY CONTRIBUTIONS	319.62
		OK TIRE STORE	23/10.50/12 (511505)	109.01
		DELTA DENTAL OF MO LOCKBOX	DENTAL	35.84
		SITEONE LANDSCAPE SUPPLY LLC	ARMSTRONG FIELDS HERBICIDE	91.00
		KORNIS ELECTRIC SUPPLY INC	ARMSTRONG BALLFIELD BATHRO	29.95
			ARMSTRONG BALLFIELDS 2 POL	10.80-
			ARMSTRONG WEST LIGHTS	225.00
			ARMSTRONG BALLFIELDS REMOT	49.80
		AM FOAM PRODUCTS INC	BASE PLUG MATERIAL	152.11
			BASE PLUG MATERIAL	75.00
		FASTENAL COMPANY	2) 3/8" BALL SOCKET BIT	7.68
		DAY STAR CORPORATION	SAFETY VEST & LEATHER GLOV	206.60
		HOME DEPOT CREDIT SERVICES	CC WHEELS FOR DISPLAY SHEL	89.73
			FOOTBALL FIELD SIDING REPA	54.08
		STANTON STEEL INC	REPAIR ALUMINUM SOCCER GOA	300.00
		GREGS LOCK & KEY SERVICE INC	MASTER RESETABLE COMBO PAD	22.34

DEPARTMENT	FUND	VENDOR NAME	DESCRIPTION	AMOUNT_
		MEYER LABORATORY INC	LINER TRU MIL 21X17X58	468.61_
			TOTAL:	2,723.63
COMMUNITY CENTER	PARK FUND	MELODY TAYLOR	03/04-03/16 SILVERSNEAKERS	150.00
			03/07-03/14 SILVERSNEAKERS	50.00
		RENEE J HODOWAINE	02/15-03/28 BODY BLAST PT	14.40
		UNIFIRST CORPORATION	CC JANITORIAL SUPPLIES	72.35
		MISSOURI LAGERS	MONTHLY CONTRIBUTIONS	131.43
		GENA KRUGER	02/11-03/31 THURS ZUMBA PT	111.60
		SAMS CLUB/GECRB	FOLGERS/SUGAR/STACK CHAIR	87.94
			FOLGERS/SUGAR/STACK CHAIR	84.82
			STACK CHAIR	84.82-
		SALLY WHITAKER	02/13-04/02 PILATES PT B	15.60
		PRISCILLA YOUNG	02/10-03/23 GROUP FITNESS	24.00
		DELTA DENTAL OF MO LOCKBOX	DENTAL	17.92
		FINISH CARPENTRY SPECIALIST	INSTALL NEW HOLLOW METAL D	340.00
		CDI COMPUTERS DEALERS	DELL OPTIPLEX 990 SFF 2400	185.92
			DELL OPTIPLEX 990 SFF 2400	185.91
		METAL DOORS & FRAMES CO	CL RH DOOR	399.00
		HOME DEPOT CREDIT SERVICES	CC WHEELS FOR DISPLAY SHEL	19.16
		MARK A LONG	SPRING KARATE CLASS	499.80
		FREDAH JOHNSTON	03/03-03/15 LINE DANCING	97.50_
			TOTAL:	2,402.53
NON-DEPARTMENTAL	TRANSPORTATION	BLUE CROSS BLUE SHIELD OF KC	PPO	29.92
			HSA	55.51
			HSA	119.55
			HSA	20.87
		KCMO CITY TREASURER	KC EARNINGS TAX WH	3.66
		DELTA DENTAL OF MO LOCKBOX	DENTAL	9.65
			DENTAL	15.81
			DENTAL	2.35
		AFLAC	AFLAC PRETAX	6.31
			AFLAC-W2 DD PRETAX	8.05
		VISION SERVICE PLAN - IC	VISION	1.11
			VISION	5.82
			VISION	1.77_
			TOTAL:	280.38
TRANSPORTATION	TRANSPORTATION	BLUE CROSS BLUE SHIELD OF KC	PPO	55.03
			HSA	178.86
			HSA	170.81
			HSA	233.43
			HSA	58.83
		K C BOBCAT	FILTER, OIL ENG/FILTER, AI	25.88
		UNIFIRST CORPORATION	PW/WOLTZ UNIFORMS	18.46
		MISSOURI LAGERS	MONTHLY CONTRIBUTIONS	324.15
		ADVANCE AUTO PARTS	OIL 15W40 ROTELLA 1 GL	10.40
			TIE ROD/STEERING STABILIZE	31.87
			STEERING STABILIZER	7.41
		EAGLE VALLEY AUTOMOTIVE LLC	06 FORD 4WHEEL ALIGNMENT	11.99
		OREILLY AUTOMOTIVE INC	MOTOR OIL/OIL-FUEL FILTER	29.53
			CONTROL CBL	12.49
			RUBBER TIP	0.40
			10) RUBBER TIP	4.00
		DELTA DENTAL OF MO LOCKBOX	DENTAL	16.84

DEPARTMENT	FUND	VENDOR NAME	DESCRIPTION	AMOUNT_
			DENTAL	8.96
			DENTAL	19.28
			DENTAL	4.85
		VANCE BROTHERS INC	56 TON)VIRGIN SURFACE MIX	112.00
		EMPIRE ELECTRIC SERVICES & TECHNOLOGIE	FIX OUTDOOR LIGHTS-PW STOR	98.00
		FASTENAL COMPANY	8LB 24" SLEDGE HMR	14.00
			8LB 24" SLEDGE HMR	14.00
			HCS 1/2-13 X 3 Z5/ USS THR	1.80
			LG 5ML NAT LTX GLV 100CT	1.09
			100)PIN BLT DRV 1/4X1 1/2	13.38
		HOME DEPOT CREDIT SERVICES	MARKING WAND/DUCK TAPE	7.09
			FLAT BASIC BRUSH/KNIT POLY	9.72
			5)REP SPRTSMN MAX/EPOXY PU	4.47
			5)REP SPRTSMN MAX/EPOXY PU	4.88
		LAWN & LEISURE	THROTTLE INTERLOCK/PIN	1.03
			TRIGGER INTERLOCK/TORSION	1.45
		CROFT TRAILER SUPPLY INC	CLEVIS SLIP HOOK 3/8"	6.42
		MIRROR IMAGE EXPRESS CARWASH	MONTHLY CAR WASH MEMBERSHI	5.86_
			TOTAL:	1,518.66
TIF-OLD TOWN MKT PLACE	OLD TOWNE TIF	OLD TOWNE MARKETPLACE LLC	4TH QTR ZOO	1,296.99
			4TH QTR JACKSON COUNTY	7,781.94
			FEB 16 PROP TAX	2,087.61
		LAUBER MUNICIPAL LAW LLC	FEB OLD TOWNE MKTPL TIF	1,502.50_
			TOTAL:	12,669.04
NON-DEPARTMENTAL	MKT PLACE TIF-PR#2	LAUBER MUNICIPAL LAW LLC	FEB MKTPL TIF PRO 2	4,603.75_
			TOTAL:	4,603.75
NON-DEPARTMENTAL	MKT PL CID-PR2 SAL	THE EXAMINER	GV CID (FIRST AMEND TO PET	751.47
			GV CID (PETITION TO ADD PR	751.47
		LAUBER MUNICIPAL LAW LLC	FEB MKTPL CID	1,140.00_
			TOTAL:	2,642.94
DEBT SERVICE	DEBT SERVICE FUND	GILMORE & BELL PC	ARBITRAGE REBATE SEC 148(F	900.00_
			TOTAL:	900.00
NON-DEPARTMENTAL	WATER/SEWER FUND	BLUE CROSS BLUE SHIELD OF KC	PPO	119.69
			HSA	273.28
			HSA	478.23
			HSA	187.87
		KCMO CITY TREASURER	KC EARNINGS TAX WH	25.07
		DELTA DENTAL OF MO LOCKBOX	DENTAL	47.55
			DENTAL	63.27
			DENTAL	25.87
		AFLAC	AFLAC PRETAX	37.52
			AFLAC-W2 DD PRETAX	55.01
		VISION SERVICE PLAN - IC	VISION	9.62
			VISION	23.32
			VISION	7.08_
			TOTAL:	1,353.38
WATER	WATER/SEWER FUND	BLUE CROSS BLUE SHIELD OF KC	PPO	110.07
			HSA	117.66
			HSA	440.27
			HSA	620.59

DEPARTMENT	FUND	VENDOR NAME	DESCRIPTION	AMOUNT_
			HSA	466.86
			HSA	264.74
		K C BOBCAT	FILTER, OIL ENG/FILTER, AI	51.78
		UNIFIRST CORPORATION	PW/WOLTZ UNIFORMS	36.93
		MISSOURI LAGERS	MONTHLY CONTRIBUTIONS	981.82
		ADVANCE AUTO PARTS	OIL 15W40 ROTELLA 1 GL	20.78
			TIE ROD/STEERING STABILIZE	63.76
			STEERING STABILIZER	14.81
		EAGLE VALLEY AUTOMOTIVE LLC	06 FORD 4WHEEL ALIGNMENT	23.98
		LBA AIR COND HTG & PLBG INC	INVOICE PAID TWICE	255.00-
		OREILLY AUTOMOTIVE INC	MOTOR OIL/OIL-FUEL FILTER	59.07
		BLUE SPRINGS WINWATER CO	40) 6 C-900 DR 18	220.00
		S & S PRINTING	2500) #10 WINDOW ENVELOPES	55.00
		DELTA DENTAL OF MO LOCKBOX	DENTAL	11.70
			DENTAL	41.47
			DENTAL	40.67
			DENTAL	38.56
			DENTAL	26.68
		EMPIRE ELECTRIC SERVICES & TECHNOLOGIE	ALTITUDE VALVE STATION TYE	365.00
			FIX OUTDOOR LIGHTS-PW STOR	196.00
		FASTENAL COMPANY	8LB 24" SLEDGE HMR	27.99
			8LB 24" SLEDGE HMR	27.99
			HCS 1/2-13 X 3 Z5/ USS THR	3.60
			LG 5ML NAT LTX GLV 100CT	2.18
		HOME DEPOT CREDIT SERVICES	MARKING WAND/DUCK TAPE	14.20
			FLAT BASIC BRUSH/KNIT POLY	19.42
			5)REP SPRTSMN MAX/EPOXY PU	8.94
			5)REP SPRTSMN MAX/EPOXY PU	9.76
		LAWN & LEISURE	THROTTLE INTERLOCK/PIN	2.07
			TRIGGER INTERLOCK/TORSION	2.88
		CROFT TRAILER SUPPLY INC	CLEVIS SLIP HOOK 3/8"	12.84
		MIRROR IMAGE EXPRESS CARWASH	HUNT VEHICLE WASH	6.00
			MONTHLY CAR WASH MEMBERSHI	11.70
		TYLER TECHNOLOGIES INC	APR MONTHLY FEES	97.00
		VISION SERVICE PLAN - IC	VISION	2.91_
			TOTAL:	4,262.68
SEWER	WATER/SEWER FUND	CITY OF BLUE SPRINGS	ADMIN FEES 07/01-12/31/15	25,090.72
		BLUE CROSS BLUE SHIELD OF KC	PPO	110.07
			HSA	117.66
			HSA	440.27
			HSA	620.55
			HSA	466.83
			HSA	264.75
		K C BOBCAT	FILTER, OIL ENG/FILTER, AI	51.78
		UNIFIRST CORPORATION	PW/WOLTZ UNIFORMS	36.93
		MISSOURI LAGERS	MONTHLY CONTRIBUTIONS	981.81
		ADVANCE AUTO PARTS	OIL 15W40 ROTELLA 1 GL	20.78
			TIE ROD/STEERING STABILIZE	63.76
			STEERING STABILIZER	14.81
		EAGLE VALLEY AUTOMOTIVE LLC	06 FORD 4WHEEL ALIGNMENT	23.98
		OREILLY AUTOMOTIVE INC	MOTOR OIL/OIL-FUEL FILTER	59.07
		SHAWN V HELT	8 CU YDS PULVERIZED TOPSOI	224.00
		S & S PRINTING	2500) #10 WINDOW ENVELOPES	55.00
		DELTA DENTAL OF MO LOCKBOX	DENTAL	11.69
			DENTAL	41.48

DEPARTMENT	FUND	VENDOR NAME	DESCRIPTION	AMOUNT_
			DENTAL	40.69
			DENTAL	38.55
			DENTAL	26.69
		EMPIRE ELECTRIC SERVICES & TECHNOLOGIE	FIX OUTDOOR LIGHTS-PW STOR	196.00
		FASTENAL COMPANY	8LB 24" SLEDGE HMR	27.99
			8LB 24" SLEDGE HMR	27.99
			HCS 1/2-13 X 3 Z5/ USS THR	3.60
			LG 5ML NAT LTX GLV 100CT	2.18
		HOME DEPOT CREDIT SERVICES	MARKING WAND/DUCK TAPE	14.20
			FLAT BASIC BRUSH/KNIT POLY	19.43
			5)REP SPRTSMN MAX/EPOXY PU	8.94
			5)REP SPRTSMN MAX/EPOXY PU	9.76
		LAWN & LEISURE	THROTTLE INTERLOCK/PIN	2.07
			TRIGGER INTERLOCK/TORSION	2.88
		CROFT TRAILER SUPPLY INC	CLEVIS SLIP HOOK 3/8"	12.84
		MIRROR IMAGE EXPRESS CARWASH	HUNT VEHICLE WASH	6.00
			MONTHLY CAR WASH MEMBERSHI	11.70
		TYLER TECHNOLOGIES INC	APR MONTHLY FEES	97.00
		VISION SERVICE PLAN - IC	VISION	2.91_
			TOTAL:	29,247.36
NON-DEPARTMENTAL	POOLED CASH FUND	VISA-CARD SERVICES 1325	VISA-CARD SERVICES 1325	828.78
		VISA-CARD SERVICES 0139	VISA-CARD SERVICES 0139	409.36
		VISA-CARD SERVICES 0749	VISA-CARD SERVICES 0749	272.99
		VISA-CARD SERVICES 1028	VISA-CARD SERVICES 1028	2,103.95_
			TOTAL:	3,615.08

========== FUND TOTALS ==========

100	GENERAL FUND	81,583.77
200	PARK FUND	28,627.45
210	TRANSPORTATION	5,362.67
250	OLD TOWNE TIF	12,669.04
300	MKT PLACE TIF-PR#2	4,603.75
302	MKTPL TIF-PR#2 SPEC ALLOC	121,908.26
321	MKT PL CID-PR2 SALES/USE	8,175.09
400	DEBT SERVICE FUND	900.00
600	WATER/SEWER FUND	90,400.55
999	POOLED CASH FUND	3,615.08
	GRAND TOTAL:	357,845.66

SELECTION CRITERIA

SELECTION OPTIONS

VENDOR SET: 01-CITY OF GRAIN VALLEY
VENDOR: All
CLASSIFICATION: All
BANK CODE: All
ITEM DATE: 3/05/2016 THRU 3/18/2016
ITEM AMOUNT: 99,999,999.00CR THRU 99,999,999.00
GL POST DATE: 0/00/0000 THRU 99/99/9999
CHECK DATE: 0/00/0000 THRU 99/99/9999

PAYROLL SELECTION

PAYROLL EXPENSES: NO
CHECK DATE: 0/00/0000 THRU 99/99/9999

PRINT OPTIONS

PRINT DATE: None
SEQUENCE: By Department
DESCRIPTION: Distribution
GL ACCTS: NO
REPORT TITLE: C O U N C I L R E P O R T
SIGNATURE LINES: 0

PACKET OPTIONS

INCLUDE REFUNDS: YES
INCLUDE OPEN ITEM:YES

INTENTIONALLY LEFT BLANK

Presentations

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Ordinances

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CITY OF GRAIN VALLEY BOARD OF ALDERMEN AGENDA ITEM		
MEETING DATE	03/14/2016 & 03/28/2016	
BILL NUMBER	B16-02	
AGENDA TITLE	**AN ORDINANCE APPROVING A SECOND AMENDMENT TO THE GRAIN VALLEY MARKETPLACE TAX INCREMENT FINANCING PLAN RELATING ONLY TO REDEVELOPMENT PROJECT 2 AND TAKING OTHER ACTIONS RELATED THERETO**	
REQUESTING DEPARTMENT	Administration	
PRESENTER	Ryan Hunt, City Administrator	
FISCAL INFORMATION	Cost as recommended:	Not Applicable
	Budget Line Item:	Not Applicable
	Balance Available:	Not Applicable
	New Appropriation Required:	[ ] Yes [X] No
PURPOSE	To amend the Grain Valley Marketplace Tax Increment Financing Plan, related to Redevelopment Project 2 which will allow the assignment of a new developer, additional development to occur and all other actions necessary by the plan to take place.	
BACKGROUND	The Grain Valley Marketplace Tax Increment Financing Plan was approved by Ordinance Number 2107 on September 27, 2010. On December 9, 2013 the Board of Aldermen approved Ordinance Number 2322 which amended the Grain Valley Marketplace Tax Increment Financing Plan, as it related to Projects 1A, 1B, 3 and 4.	
SPECIAL NOTES	None	

ANALYSIS	The Applicant has provided sufficient information to demonstrate that the statutorily required six findings have been met and the TIF Commission found such evidence of those findings compelling enough to adopt Resolution Number 2016-01, recommending to the Board of Aldermen that the proposed Amended Plan and Redevelopment Project be approved.
PUBLIC INFORMATION PROCESS	45-day notice letters were mailed certified return receipt to Taxing Jurisdictions on December 18, 2015. A 45-day notice was published in *The Examiner* on January 6, 2016. The Grain Valley Marketplace (Project 2) Tax Increment Financing Plan a Second Amendment to the Grain Valley Marketplace Tax Increment Financing Plan was filed with the Office of the City Clerk on January 8, 2016. 10-day Tax Payer Notices were mailed certified return receipt on January 22, 2016. A 10-day notice was published in *The Examiner* on January 27, 2016. The Tax Increment Financing Commission held a Public Hearing Notice on February 3, 2016.
BOARD OR COMMISSION RECOMMENDATION	The Tax Increment Financing Commission approved Resolution Number 2016-01 on February 3, 2016.
DEPARTMENT RECOMMENDATION	Staff recommends approval
REFERENCE DOCUMENTS ATTACHED	Ordinance, Tax Increment Financing Commission Resolution Number 2016-01, Staff and Consultant Report to the Board of Aldermen, Addendum to Staff and Consultant Report to the Board of Aldermen, But For Determination Report, Updated But For Analysis, Term Sheet, Exhibit A: Grain Valley Marketplace (Project 2) Tax Increment Financing Plan a Second Amendment to the Grain Valley Marketplace Tax Increment Financing Plan, Revision to 2nd Amendment of Grain Valley Marketplace Project 2 Plan, Exhibit B: Legal Description Project 2 (as expanded by this Amended TIF Plan) and Exhibit C: Legal Description Total Redevelopment Area (as expanded by this Amended TIF Plan)

CITY OF GRAIN VALLEY		STATE OF MISSOURI
BILL NO. *B16-02*	ORDINANCE NO.	_____
	SECOND READING	_____
INTRODUCED BY: *ALDERMAN WEST*	FIRST READING	*March 14, 2016 (6-0)*

AN ORDINANCE APPROVING A SECOND AMENDMENT TO THE GRAIN VALLEY MARKETPLACE TAX INCREMENT FINANCING PLAN RELATING ONLY TO REDEVELOPMENT PROJECT 2 AND TAKING OTHER ACTIONS RELATED THERETO

WHEREAS, on August 30, 2010, the TIF Commission recommended approval of the Grain Valley Marketplace Tax Increment Financing Redevelopment Plan ("Original Plan"), which Original Plan the Board of Aldermen approved by Ordinance No. 2107 on September 27, 2010;

WHEREAS, on December 9, 2013, the Board of Aldermen adopted an amendment to the Original Plan ("First Amendment") altering the boundaries of Redevelopment Project Area 1 by splitting it into Redevelopment Project Area 1A and Redevelopment Project Area 1B, but leaving the exterior boundaries of the Original Plan unchanged;

WHEREAS, the original developer ceased development of Redevelopment Project Area 2 after completing only a portion of the project, subsequently, the City sought a new developer to continue development of Redevelopment Project Area 2;

WHEREAS, on January 8, 2016, STAR Acquisitions, Inc. ("STAR") submitted to the City a Second Amendment to the Grain Valley Marketplace Tax Increment Financing Plan ("Second Amendment");

WHEREAS, on December 18, 2015, the City mailed written notices of the scheduled TIF Commission public hearing to all taxing districts from which taxable property is included in the proposed Redevelopment Area ("Taxing Districts"), in compliance with Sections 99.825 and 99.830, RSMo;

WHEREAS, on January 6, 2016, the City published notice in *The Examiner* of the scheduled TIF Commission public hearing to consider the merits of the Second Amendment, in compliance with Section 99.830, RSMo;

WHEREAS, on January 22, 2016, the City mailed written notices of the scheduled TIF Commission public hearing to all persons in whose name the general taxes for the last preceding year were paid on each lot, block, tract, or parcel of land lying within the Redevelopment Area, in compliance with Section 99.830, RSMo;

WHEREAS, on January 27, 2016, the City again published notice in *The Examiner* of the scheduled TIF Commission public hearing to consider the merits of the proposed Amended Plan, in compliance with Section 99.830, RSMo;

WHEREAS, copies of the notices of the public hearing have been submitted to the Director of the Department of Economic Development, in compliance with Sections 99.825 and 99.830, RSMo;

WHEREAS, on February 3, 2016, at 7:00 p.m., the TIF Commission opened the public hearing to consider the Second Amendment;

WHEREAS, on February 3, 2016, the TIF Commission closed the public hearing to consider the Second Amendment;

WHEREAS, the public hearing conducted by the TIF Commission to consider the Second Amendment was open to the public, a quorum of the Commissioners was present and acted throughout, and the proper notice of such hearing was given in accordance with all applicable laws including Chapter 610, RSMo;

WHEREAS, on February 3, 2016, the TIF Commission voted unanimously to adopt a resolution recommending to the Board of Aldermen that it should adopt an ordinance: (1) re-affirming the findings it previously made when adopting the Original Plan; (2) approving the Second Amendment; and (3) naming STAR as the developer for Redevelopment Project Area 2;

WHEREAS, on March 14, 2016, the Board of Aldermen held a public meeting during which it heard a presentation from and asked questions of the Developer regarding the Second Amendment and at that same meeting parties in interest and citizens were given the opportunity to be heard on the matter; and

WHEREAS, the Board of Aldermen having heard and considered the Second Amendment, and all comments, testimony, and other evidence adduced at public meetings, additional information provided by City staff and consultants from meetings with the applicants, the evidence and testimony submitted at the Commission public hearing, and the recommendations of the Commission, now desires to re-affirm the findings it made for the Original Plan and approve the Second Amendment.

NOW THEREFORE, BE IT ORDAINED by the Board of Aldermen of the City of Grain Valley, Missouri as follows:

SECTION 1: That upon consideration of the evidence produced in the TIF Commission hearing and presentations of information before this Board during the amendment process, the Board of Aldermen hereby re-affirms each and every finding made in Section 3 of Ordinance No. 2107 dated September 27, 2010, as those findings apply to the Second Amendment.

SECTION 2: That the Second Amendment, a copy of which is attached hereto and incorporated herein as **Exhibit A**, is hereby approved and adopted.

SECTION 3: That the Redevelopment Project Area 2 boundary is hereby expanded to include tracts of land legally described in **Exhibit B**; and in addition, because the Redevelopment Project Area 2 boundary is expanded, the overall boundary of the Original Plan is hereby expanded to include the tracts of land legally described in **Exhibit C**, which said exhibits are attached hereto and incorporated herein.

SECTION 4: That STAR Acquisitions, Inc is hereby named the developer for Redevelopment Project Area 2.

SECTION 5: That City staff, the City's special legal counsel, and other appropriate City officials are hereby authorized to take any and all actions as may be deemed necessary or convenient to carry out and comply with the intent of this Ordinance, to create those funds and accounts required by the Act to implement the Second Amendment, and to execute and deliver for and on behalf of the City all certificates, instruments, and agreements or other documents as may be necessary, desirable, convenient, or proper to perform all matters authorized herein.

SECTION 6: It is hereby declared to be the intention of the Board of Aldermen that each and every part, section and subsection of this Ordinance shall be separate and severable from each and every other part, section and subsection hereof and that the Board of Aldermen intends to adopt each said part, section and subsection separately and independently of any other part, section and subsection. In the event that any part, section or subsection of this Ordinance shall be determined to be or to have been unlawful or unconstitutional, the remaining parts, sections and subsections shall be and remain in full force and effect, unless the court making such finding shall determine that the valid portions standing alone are incomplete and are incapable of being executed in accord with the legislative intent.

SECTION 7: This Ordinance shall be in full force and effect from and after its passage and approval by the Board of Aldermen.

Read two times and PASSED by the Board of Aldermen this _____ day of _____, *2016*, the aye and nay votes being recorded as follows:

ALDERMAN ARNOLD	_____	ALDERMAN HEADLEY	_____
ALDERMAN JOHNSTON	_____	ALDERMAN PALECEK	_____
ALDERMAN STANLEY	_____	ALDERMAN WEST	_____

MAYOR _____
(in the event of a tie only)

Approved as to form:

Jim Cook City Attorney	Mike Todd Mayor

ATTEST:

Chenéy Parrish
City Clerk

RESOLUTION NO. 2016-01

TAX INCREMENT FINANCING COMMISSION
OF
GRAIN VALLEY, MISSOURI

A RESOLUTION OF THE CITY OF GRAIN VALLEY TAX INCREMENT FINANCING COMMISSION RECOMMENDING APPROVAL OF THE SECOND AMENDMENT TO THE GRAIN VALLEY MARKETPLACE TAX INCREMENT FINANCING PLAN AND TAKING OTHER ACTIONS RELATED THERETO.

WHEREAS, the City of Grain Valley Tax Increment Financing Commission ("TIF Commission") has been duly formed by the Board of Aldermen of the City of Grain Valley, Missouri ("Board of Aldermen") pursuant to Section 99.820.2 of the Revised Statutes of Missouri ("RSMo");

WHEREAS, on August 30, 2010, the TIF Commission recommended approval of the Grain Valley Marketplace Tax Increment Financing Redevelopment Plan ("Original Plan"), which TIF Plan the Board of Aldermen approved by Ordinance No. 2107 on September 27, 2010;

WHEREAS, on December 9, 2013, the Board of Aldermen adopted an amendment to the Original Plan ("First Amendment") altering the boundaries of Redevelopment Project Area 1 by splitting it into Redevelopment Project Area 1A and Redevelopment Project Area 1B, but leaving the exterior boundaries of the Original Plan unchanged;

WHEREAS, the original developer ceased development of Redevelopment Project Area 2 after completing only a portion of the project, subsequently, the City sought a new developer to continue development of Redevelopment Project Area 2;

WHEREAS, on January 8, 2016, STAR Acquisitions, Inc. ("STAR") submitted to the City a Second Amendment to the Grain Valley Marketplace Tax Increment Financing Plan ("Second Amendment")

WHEREAS, on December 18, 2015, the City mailed written notices of the scheduled TIF Commission public hearing to all taxing districts from which taxable property is included in the proposed Redevelopment Area ("Taxing Districts"), in compliance with Sections 99.825 and 99.830, RSMo;

WHEREAS, on January 6, 2016, the City published notice in *The Examiner* of the scheduled TIF Commission public hearing to consider the merits of the Second Amendment, in compliance with Section 99.830, RSMo;

WHEREAS, on January 22, 2016, the City mailed written notices of the scheduled TIF Commission public hearing to all persons in whose name the general taxes for the last preceding

year were paid on each lot, block, tract, or parcel of land lying within the Redevelopment Area, in compliance with Section 99.830, RSMo;

WHEREAS, on January 27, 2016, the City again published notice in *The Examiner* of the scheduled TIF Commission public hearing to consider the merits of the proposed Second Amendment, in compliance with Section 99.830, RSMo;

WHEREAS, a copies of the notices of the public hearing have been submitted to the Director of the Department of Economic Development, in compliance with Sections 99.825 and 99.830, RSMo;

WHEREAS, on February 3, 2016, at 7:00 p.m., the TIF Commission opened the public hearing to consider the proposed Second Amendment;

WHEREAS, on February 3, 2016, the TIF Commission closed the public hearing to consider the proposed Second Amendment;

WHEREAS, the public hearing conducted by the TIF Commission to consider the Second Amendment was open to the public, a quorum of the Commissioners was present and acted throughout, and the proper notice of such hearing was given in accordance with all applicable laws including Chapter 610, RSMo; and

WHEREAS, after considering the evidence and testimony received at the public hearing, the TIF Commission now desires to recommend that the Board of Aldermen make required findings and take certain actions to adopt and implement the Second Amendment.

NOW, THEREFORE, be it resolved by the Tax Increment Financing Commission for the City of Grain Valley:

1. **Findings**. The TIF Commission recommends that the Board of Aldermen by ordinance re-affirm the findings previously made by the Board pursuant to Section 99.810, RSMo, when it approved the Original Plan.

2. **Recommendations**. The TIF Commission recommends that the Board of Aldermen take the following actions with respect to the Second Amendment:

A. Adopt an ordinance to re-affirm the findings previously made when it approved the Original Plan;

B. Approve the Second Amendment by ordinance; and

C. Name STAR as the developer for Redevelopment Project Area 2.

APPROVED BY THE TAX INCREMENT FINANCING COMMISSION FOR THE CITY OF GRAIN VALLEY THIS THIRD DAY OF FEBRUARY, 2016.

Passed and Approved this 3rd day of February, 2016.

Darryl Jones, Chairman

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STAFF AND CONSULTANT REPORT TO THE BOARD OF ALDERMEN

SECOND AMENDMENT TO THE GRAIN VALLEY MARKETPLACE TAX INCREMENT FINANCING PLAN

TIF COMMISSION PUBLIC HEARING DATE: FEBRUARY 3, 2016
BOARD OF ALDERMEN CONSIDERATION: FEBRUARY 29, 2016

INTRODUCTION

In the summer of 2010 a developer and the City of Grain Valley ("City") submitted a proposed plan for the redevelopment of land located generally at the four corners of the I-70/Buckner-Tarsney Interchange in Grain Valley. That redevelopment plan, titled the "Grain Valley Marketplace Tax Increment Financing Plan," will be referred to as the "Original Plan" for the purposes of this staff report.

As proposed, the Original Plan conceived four separate redevelopment project areas located within the larger redevelopment plan area. The City acted as the "developer" of Redevelopment Areas 1, 3, and 4 through a speculative TIF plan in anticipation of future development in those project areas. SG Property Management, LLC, submitted a plan for Redevelopment Project Area 2. The Original Plan was heard by the TIF Commission, which recommended unanimously that the City's Board of Aldermen should approve the Plan and designate SG Property Management as the developer to implement that redevelopment project. By Ordinance No. 2017, adopted by the Board of Aldermen on September 27, 2010, the City made the requisite statutory findings for TIF Plan approval; approved the Original Plan; and designated SG Property Management, LLC, as the developer of Redevelopment Project Area 2. Since inception of the Original Plan, Redevelopment Project Area 2 has and continues to operate separately and distinctly from the remaining three project areas.

On December 9, 2013, the Board of Aldermen adopted the First Amendment to the Original Plan, which affected only Projects 1, 3, and 4. This amendment was primarily to accomplish two objectives: (1) to amend the project costs applicable to Project Areas 1, 3, and 4 to more closely match the actual costs of the public improvement projects related to those Projects; and (2) to alter the exterior boundaries of Redevelopment Project Area 1 by splitting into two components to maximize TIF capture on the remaining undeveloped portion of that Redevelopment Project Area.

As originally approved, SG Property Management intended to redevelop the Redevelopment Project 2 Area as a multi-screen movie theater, approximately 60,000 sf^2 of retail space, a financial institution, three fast food restaurants, and two full service restaurants. This redevelopment was to serve as the catalyst to redevelopment at all four corners of the Redevelopment Plan Area, but more importantly as the basis for the City to secure financing for a MoDOT cost matching program that would fund engineering, design, and construction costs necessary to make major improvements to the I-70/Buckner-Tarsney Road Interchange.

In recent years it has become evident that SG Property Management will not be able to complete the redevelopment of Redevelopment Project Area 2 as planned. Such failure would have drastic

effects on the City and the other taxing jurisdictions affected by the Original Plan, as the long-term financing for the blight removal being implemented would be in jeopardy, as would the long-term benefits expected by the City and other taxing jurisdictions for their participation in the Original Plan.

Concerned with the possibility of failure of the development and with the tacit approval of SG Property Management, the City has been actively seeking a new developer which might take over implementation, and possibly even improve upon, the Original Plan. Depending upon the submittals, doing so would likely result in an amendment to the Original Plan. The City, on behalf of the TIF Commission, solicited requests for proposals related to this; receiving one on January 8, 2016, from STAR Acquisitions, Inc. ("Applicant"). It is hoped that the Applicant will be able to put Redevelopment Project Area 2 back on track with the proposed Second Amendment to the Grain Valley Marketplace Tax Increment Financing Plan ("Amended Plan"), which is the subject of the this report. On February 3, 2016 the Grain Valley TIF Commission met and held a public hearing regarding the proposal. Upon the conclusion of the public hearing the TIF Commission voted unanimously to recommend the Board of Aldermen to approve the Amended Plan.

SUMMARY OF THE ORIGINAL PLAN PROJECT 2 COMPONENT FINANCING

Originally, the total cost of the Project 2 improvements were estimated at $25,908,026. The original developer was approved for reimbursement of $6,615,000 (excluding $75,000 in reimbursement of City costs), or approximately 26 percent of the total project costs through TIF and Community Improvement District ("CID") assistance. During the up to 23 year term of the TIF, receipts from the proposed one percent (1.0%) CID sales tax was to be pledged toward repayment of the $5,675,000 in TIF Reimbursable Project Costs. To date, the City's IDA has issued $2,830,000 of Tax Increment Revenue Bonds to pay for $2,120,190 of TIF Reimbursable Project Costs, which bonds are backed by an annual appropriation of the City. Under the Original Plan, the CID would terminate 7 years after expiration of the TIF, after which the CID revenue will be utilized to reimburse the Project 2 Applicant up to $1,015,000 on a pay-as-you-go basis. A Neighborhood Improvement District (NID) was created within the Project 2 area through which property owners would finance various public infrastructure improvements totaling approximately $2,847,473, plus financing costs. These public infrastructure improvements include $1.5 million towards reconstruction of the interchange, North Outer Road and Buckner Tarsney Road.

SUMMARY OF THE AMENDED PLAN

The Amended Plan submitted by the Applicant is designed to improve upon the Original Plan. First and foremost, it is being submitted by a developer with a track record of success with commercial developments in the Kansas City metropolitan area. However; before summarizing the Amended Plan, it is important to recognize that several elements of the Original Plan were completed by the Original Developer (and MoDOT and the City). To date, the original developer constructed a movie theater and related parking lot, and Casey's General Stores have constructed the planned convenience store. Additionally, a significant portion of the public

improvements including all of the I-70/Buckner Tarsney Road interchange improvements have been completed.

In addition to the completed elements of the Original Plan, through the Amended Plan the Applicant proposes to construct an approximately 60,000 ft^2 grocery store and approximately 21,000 ft^2 of retail and/or restaurant facilities. Further, the boundaries of Project Area 2 are being expanded to the north in order to accommodate the grocery store and related parking on the lots adjacent to and west of the existing theater lot. With this expansion, access to the proposed grocery store will be located on McQuerry Road, Buckner-Tarsney and NW Woodbury Drive.

The total project costs for the Amended Plan, including the share of the NID Costs passed from the Original Developer to the Applicant, are $25,999,925. Of this, the Applicant is seeking $6,550,000 (approximately 25.2%) of the total cost in TIF Reimbursable Costs, plus financing costs. The Applicant intends to spend $9,623,227 (37%) of its own equity and debt, with an additional $9,826,698 (37.8%) coming from third parties.

The Applicant seeks public finance assistance for a portion of the project costs in the form of TIF revenue bonds. Pursuant to the Original Plan, the developer was authorized to receive up to $5,675,000 net proceeds from annual appropriation-backed TIF Revenue bonds. $2,120,190 in net proceeds has been provided to the developer.

The Applicant's request for financing assistance is different in a very substantial way—the Applicant is not requesting an annual appropriation pledge from the City as a credit enhancement for the bonds to be issued, thus the financial risk to the City for issuing the Applicants requested bonds will be lower than for the initial bonds issued for the Original Developer. Because the Applicant's proposed project has higher projected revenues than did the Original Plan, the proposed Amended Plan is able to cover a larger amount of debt service for bonds. The Applicant is seeking a total of up to $6,550,000 in net bond proceeds, which again would be TIF revenue bonds without a City annual appropriation pledge. The actual amount of net bond proceeds provided will be dependent upon the capacity of the actual project in the then current economic market at the time of bond issuance. It is anticipated that the developer will be reimbursed on a pay as you go basis – to the degree that project revenues allow - for any Reimbursable Project Costs not paid from TIF Revenue Bonds.

The "TIF Clock" began to run in 2010 when Redevelopment Project 2 was activated. The Amended Plan does not change the effect of activation—the TIF capture period and all financing dependent upon TIF revenues will end in 2033, just as was the case when the Original Plan was approved. Consistent with the Original Plan, the Amended Plan proposes that upon completion of the TIF Plan or the payment of all Reimbursable Project Costs (whichever occurs first), tax revenue from the proposed Redevelopment Area will be paid to all taxing jurisdictions within such area.

REVIEW PROCESS OF THE TIF APPLICATION

In accordance with the City's adopted TIF procedures, the Applicant has submitted an executed funding agreement to the City to provide a funding source for costs incurred by the City in reviewing and considering its portion of the TIF Plan. The City, on behalf of the TIF Commission, mailed the statutorily required 45 day notice of the TIF Commission public hearing

to the affected taxing jurisdictions. Statutorily required notices have been, and will be, published in the newspaper and will be mailed to affected property owners. Between the date on which the notice of public hearing was mailed and the public hearing date, the City, on behalf of the TIF Commission, solicited proposals from other developers to develop the area, as is required by statute. The only proposal received was the joint proposal by the Applicant. The application was received and reviewed by City staff and determined to be consistent with applicable City policies and requirements, except as noted in this staff report.

As part of City staff's due diligence in reviewing the application for TIF assistance, the City has utilized Springsted Incorporated, the City's financial and economic development advisor. As part of its services related to review of the proposed TIF, Springsted performed an independent "but for" test in the form of an internal rate of return analysis of Project 2 by reviewing and analyzing the developer's estimated costs and operating revenues. Springsted has prepared a separate report regarding this issue that is included with your materials.

With respect to the Original Plan, Urban Planner Andrew Z. Murray, AICP, of Husch Blackwell Sanders LLP prepared a blight study of the proposed Redevelopment Area for the Applicant. At that time, the City retained Shaner Appraisals, Inc., to independently review the blight study to separately determine whether the study meets the criteria for the Missouri statutes and definitions regarding blight. Shaner prepared a separate report regarding its review of the blight study, which concurred with Mr. Murray's findings.

As a component of the Amended Plan the Applicant engaged the Polsinelli, PC Development Analysis Department to provide an Addendum to Analysis of Conditions Representing a Blighted Area, which was submitted as Exhibit 6B to the Amended Plan. The Addendum addresses blighted conditions that exist in the area proposed to be added to the TIF Redevelopment Area.

In order for the TIF Plan to be adopted, state statutes require that the Board of Aldermen make the following six findings:

1. The redevelopment area on the whole is a blighted area, a conservation area, or an economic development area, and has not been subject to growth and development through investment by private enterprise and would not reasonably be anticipated to be developed without the adoption of tax increment financing. Such a finding shall include, but not be limited to, a detailed description of the factors that qualify the redevelopment area or project pursuant to this subdivision and an affidavit, signed by the developer or developers and submitted with the redevelopment plan, attesting that the provisions of this subdivision have been met;

2. The redevelopment plan conforms to the comprehensive plan for the development of the municipality as a whole;

3. The estimated dates, which shall not be more than twenty-three years from the adoption of the ordinance approving a redevelopment project within a redevelopment area, of completion of any redevelopment project and retirement of obligations incurred to finance redevelopment project costs have been stated, provided that no ordinance approving a redevelopment project shall be adopted later than ten years from the adoption of the ordinance approving the redevelopment plan under which such project is authorized and provided that no property for a redevelopment project shall be acquired by eminent domain later than five years from the adoption of the ordinance approving such redevelopment

project;

4. A plan has been developed for relocation assistance for businesses and residences;
5. A cost-benefit analysis showing the economic impact of the plan on each taxing district which is at least partially within the boundaries of the redevelopment area. The analysis shall show the impact on the economy if the project is not built, and is built pursuant to the redevelopment plan under consideration. The cost-benefit analysis shall include a fiscal impact study on every affected political subdivision, and sufficient information from the developer for the commission established in section 99.820 to evaluate whether the project as proposed is financially feasible;
6. A finding that the TIF Plan does not include the initial development or development of any gambling establishment.

The TIF Commission must hold a public hearing at which it will hear and consider all protests, objections, comments and other evidence presented. If necessary, the hearing may be continued to another date without further notice other than a motion to be entered upon the minutes fixing the time and place of the subsequent hearing. The TIF Commission must vote on all proposed redevelopment plans, redevelopment projects and designations of redevelopment areas within thirty days following completion of the hearing. The TIF Commission must also make recommendations to the governing body within ninety days of the close of the public hearing concerning the adoption of redevelopment plans and redevelopment projects, and the designation of redevelopment areas.

ANALYSIS OF REQUIRED STATUTORY FINDINGS

FINDING # 1 - ***A finding must be made that the development area is a blighted area, a conservation area, or an economic development area and as a whole has not been subject to growth and development through investment by private enterprise and would not reasonably be anticipated to be developed without the adoption of tax increment financing.***

Blight Designation

Exhibit 6 of the Original TIF Plan contains a blight study, dated July 2010, prepared for the Applicant by Urban Planner Andrew Z. Murray, AICP, of Husch Blackwell Sanders LLP. This study concluded that the area as a whole met the TIF statutory requirements for blight due to the existence of the following primary blighting factors in the redevelopment area:

1) Defective or inadequate street layout:
    a. Inadequate and unsafe facilities.
2) Deterioration of site improvements:
    a. Buildings exteriors;
    b. Buildings interiors.
3) Unsanitary and unsafe conditions resulting from:
    a. Deteriorated site improvements;
    b. Environmental contamination.

4) Existence of conditions which endanger life or property by fire and other causes:
    a. Deteriorating physical components;
    b. Environmental contamination;
    c. Unsafe road infrastructure.

The study further concludes that these blighting factors have resulted in an economic or social liability and/or constitute a menace to public health which means the area meets the statutory requirements to be declared a blighted area. Shaner Appraisals has reviewed the blight study at the City's request and has independently verified that the statutory blight requirements have been met.

Because the redevelopment plan has not yet been fully implemented, the blight found in the Original Plan has not yet been fully remediated. Additionally, the Applicant filed an Addendum to the Original Blight Study to address the Additional Property being added to the Redevelopment Area. In summary, the Addendum concludes that the Additional Property contributes to the blighted conditions found in the Original Blight Study area and continues to meet the TIF statutory requirements for blight due to the existence of the following primary blighting factor in the Additional Property area:

1) Improper subdivision or obsolete platting:
    a. Lack of investment.
    b. Economic underutilization

The Additional Property was platted in 2003 for development as a business and office park. Minimal development within the business park has occurred. The Addendum further concludes that the Additional Property's obsolete platting has kept the Additional Property undeveloped and underutilized creating an economic liability to the City. As a result, the Additional Property and the Redevelopment Area as a whole qualifies as a blighted area pursuant to the TIF Act.

<u>"But For" Test</u>

The "but for" test requires that a finding be made that the proposed Redevelopment Area has not been subject to growth and development through investment by private enterprise and would not reasonably be anticipated to be developed without the adoption of tax increment financing; i.e., "but for" the use of TIF, the area is not anticipated to be developed.

As required by the TIF statute, Exhibit 12A of the TIF Plan includes an affidavit from Tim Harris, as the President of STAR Acquisitions, Inc., the Applicant, attesting that the statutory requirements for blight for the area on the whole and the "but for" test have been met; i.e., that without TIF assistance Project 2 would not be reasonably expected to occur and that the project would not be economically viable for the Applicant without such assistance.

In addition, Springsted's independent analysis concludes that the projected internal rate of return for the Applicant would be -0.68% percent without TIF and CID assistance, which is obviously an unacceptable rate of return for any developer of any project. Springsted calculates the Applicant's internal rate of return at 6.75% percent with TIF and CID assistance. Springsted estimates that the internal rate of return necessary to motivate a developer to undertake a project of the type and size proposed for Project 2 within the current marketplace is 6% to 10.75%. As

the Applicant's rate of return without TIF and CID is below the market range, it is concluded that the Project would not occur without TIF.

TIF Commission Recommendation: the Board of Aldermen should: 1) find that the expanded Redevelopment Area (including the Additional Property) as a whole qualifies as a "Blighted Area" as described by state statutes; and 2) find that while a portion of Redevelopment Project 2 was developed, the remaining portion of Redevelopment Project 2 plus the Additional Property has not been subject to growth and development through investment by private enterprise, and would not reasonably be anticipated to be developed without the adoption of tax increment financing and that the Applicant has submitted the required affidavit to that effect.

FINDING # 2 - ***A finding must be made that the proposed TIF Plan conforms to the comprehensive plan for the development of the City as a whole***.

The City's comprehensive plan is titled the Grain Valley, Missouri Comprehensive Plan and was last adopted by the Mayor and Board of Aldermen in October 2014. Where applicable, the Comprehensive Plan is supplemented by area plans that are incorporated as a part of the comprehensive plan, and provide additional detail about specific areas. The proposed redevelopment project area lies within the area addressed in the City of Grain Valley's Main Street Corridor and Adjacent Neighborhoods Plan, which was adopted in July 2006. Both the Main Street Corridor and Adjacent Neighborhoods Plan and the City's Comprehensive Plan indicate that the Grain Valley Marketplace Redevelopment Area may be developed for restaurants, retail, movie theaters, financial institutions, other light commercial, office, and mixed use allowed in the Transition Zone Overlay District. Based on the proposed uses outlined by the City and Applicant in the TIF Plan and for Project 2, the Plan and Project 2 are consistent with the City's Comprehensive Plan for the area.

TIF Commission Recommendation: The Board of Aldermen should find that the proposed Amended Plan is in conformance with the City's Comprehensive Plan.

FINDING # 3 - ***A finding must be made that the estimated dates for the completion of projects and retirement of obligations incurred to finance the development do not exceed twenty-three years from the time the first project is authorized, that the first project is scheduled to be authorized within ten years of the adoption of the TIF Plan, and that no property will be secured by eminent domain later than five years from the adoption of the ordinance approving the development project.***

The Original TIF Plan was approved in September 2010. As previously stated, a portion of Redevelopment Project 2 has already been completed. The portion that was completed is the movie theater and convenience store, as well as the public improvements servicing such development and the portion of the Public Road Improvements attributable to Redevelopment Project Area 2. The Amended Plan proposes to complete Redevelopment Project 2 by constructing a grocery store, approximately 21,000 sf^2 of retail and/or restaurant facilities, and all

the necessary infrastructure improvements needed to service such development. The remaining development is scheduled to commence in 2016 and is expected to be completed in 2019.

As previously stated, the "TIF Clock" began to run in 2010 when Redevelopment Project 2 was activated. The Amended Plan does not change the effect of activation—the TIF capture period and all financing dependent upon TIF revenues will end in 2033, just as was the case when the Original Plan was approved. Therefore, the adoption of an ordinance approving Project 2 will not be later than 10 years after the adoption of an ordinance approving the Original Plan. Additionally, the estimated dates of completion of Project 2 and the retirement of obligations incurred to finance the Project 2 redevelopment costs are not more than twenty-three years from the date the ordinance approving Project 2 is adopted. It is not anticipated that any property within Project 2 will be acquired by eminent domain, but nevertheless, the Original Plan and the Amended Plan specifically prohibits the acquisition of property by eminent domain later than five years from the adoption of an ordinance approving Project 2, in accordance with the TIF Act.

TIF Commission Recommendation: The Board of Aldermen should find that the Amended Plan contains information that dates for completion of projects and retirement of obligations incurred to finance the development are not more than twenty-three years from the adoption of the ordinance approving a development project within the development area, that no project is scheduled or permitted to begin more than ten years after the adoption of the ordinance authorizing the Original Plan, and that the proposed Amended Plan meets the statutory requirement regarding the acquisition of property by eminent domain.

FINDING # 4 - ***A finding must be made that a plan has been developed for relocation assistance for businesses and residences.***

Exhibit 13 of the Original Plan includes a relocation policy for businesses and residences within the Original Plan and Project 2 areas. The relocation assistance plan for the Amended Plan is unchanged from the Original Plan and remains in effect, which satisfies the requirement for this finding. The City and the Developer do not anticipate that relocation assistance will be needed in the Amended Plan Area or implementation of Project 2; however, in case such relocation assistance is needed, a plan has been provided in accordance with the TIF Act.

TIF Commission Recommendation: The Board of Aldermen should find that the Applicant has developed a plan to provide relocation assistance for businesses and residences affected by the Amended Plan.

FINDING # 5 - ***A finding must be made that a cost-benefit analysis has been prepared showing the economic impact of the Amended Plan on each taxing district which is at least partially within the boundaries of the development area, that the analysis shows the impact on the economy if the project is not built, as well as if it is built pursuant to the development plan under consideration, that the cost-benefit analysis includes a fiscal impact study on every affected political subdivision, and that there is sufficient information from the developer for the commission to evaluate whether the project as proposed is financially feasible.***

A cost-benefit analysis has been submitted as Exhibit 11A to the Amended Plan to show the economic impact of the Amended Plan on each taxing jurisdiction and political subdivision that is at least partially within the boundaries of the proposed development area for Project 2. As required by state statute, this analysis shows the impact on the economy if Project 2 is not built, or is built in accordance with the Amended Plan under consideration. This analysis also includes a fiscal impact study on each affected political subdivision and provides sufficient information to evaluate whether Project 2 is financially feasible. Exhibit 7A is a letter from Robert Parks of Bank Liberty describing the bank's interest in providing financing to the Applicant for the retail/commercial portion of the Amended Plan.

The financial structure of Project 2 will be in part through the use of private capital in the form of equity, third party funds and debt financing. Project 2 is expected to generate TIF revenue and CID revenue based upon the projections shown in Exhibit 8A of the Amended Plan. The estimated Reimbursable Project Costs for Redevelopment Project 2 will be reduced by the amount of available non-captured CID revenues utilized to pay for/reimburse the approximately $1,800,000 in NID costs associated with the land owned or to be owned by the Redevelopment Project 2 Developer. Reimbursable Project Costs would be repaid by revenues captured through the TIF and generated by the CID. While the amendment to the CID is not something the TIF Commission will consider, its existence is integral to the financing as a whole. This is because the CID provides an additional source of EATs (sales tax) revenue that is unaffected by a base year pass through amount (because the CID sales tax will not have been in existence in the year prior to the TIF activation). The Applicant has agreed to cause the CID to contribute the non-captured portion of its sales tax revenues to pay down TIF reimbursable costs and NID costs. The effect of this is to reduce the "burden" on the taxing jurisdictions by creating a revenue stream that will help to pay down TIF obligations sooner than would have been possible without it. The specific terms regarding the use of the TIF and CID revenue stream will be addressed in an amended and restated redevelopment agreement between the City and the Applicant to be considered and approved by the Board of Aldermen subsequent to its consideration of the Amended Plan.

The City staff and Springsted have reviewed in detail the overall financial aspects of the proposed Amended Plan. This analysis includes assumptions regarding potential tenants and projected TIF revenues from these uses. Based on this review, City staff believes that the proposed Amended Plan is financially feasible.

TIF Commission Recommendation: The Board of Aldermen should find that the Applicant has prepared a cost-benefit analysis showing the economic impact of the Amended Plan on each taxing district which is at least partially within the boundaries of the development area, that the analysis shows the impact on the economy if the project is not built, as well as if it is built pursuant to the development plan under consideration, that the cost-benefit analysis includes a fiscal impact study on every affected political subdivision, and that there is sufficient information for the Board of Aldermen to determine if the project is financially feasible.

FINDING # 6 - ***A finding must be made that the TIF Plan does not include the initial development or development of any gambling establishment.***

A review of the Amended Plan indicates that the initial development or development of any gambling establishment is **not** included.

TIF Commission Recommendation: The Board of Aldermen should find that the Amended Plan does not include the initial development or development of any gambling establishment.

CONCLUSION

The City staff's approach in reviewing requests for TIF assistance overall has been to determine the amount of public benefit the TIF Plan will generate. Adoption and implementation of this Amended Plan and Project 2 will benefit the public by remediating the ongoing underutilization of Project Area 2 due to defective or inadequate street layout; deterioration of site improvements; unsanitary and unsafe conditions resulting from (a) deteriorated site improvements, and (b) environmental contamination; existence of conditions which endanger life or property by fire and other causes; and improper subdivision and obsolete platting, which together have resulted in an economic or social liability and/or menace to the public health. This Amended Plan will provide a grocery store and additional restaurant/retail development, and will serve as a catalyst for other retail development in and around the downtown area, thus helping to improve the quality of life for consumers in the City of Grain Valley, most of whom are constituents of each of the affected taxing jurisdiction, for years to come. Additionally, this Amended plan will generate approximately $32.8 million in additional revenue to the Taxing Jurisdictions over the life of the TIF, which will help to ensure the sustainability of the community.

In conducting a thorough review of the proposed Amended Plan and Redevelopment Project along with the assistance of its financial and legal consultants, it is City staff's conclusion that the Applicant has generally provided sufficient information to demonstrate that the statutorily required six findings have been met and that the TIF Commission should recommend to the Board of Aldermen that the proposed Amended Plan and Redevelopment Project be approved.

On February 3, 2016, after the conclusion of a public hearing on the matter, the TIF Commission unanimously (11-0) adopted Resolution No. 2016-01, recommending to the Board of Aldermen that the proposed Amended Plan and Redevelopment Project be approved.

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ADDENDUM TO STAFF AND CONSULTANT REPORT TO THE BOARD OF ALDERMEN

SECOND AMENDMENT TO THE
GRAIN VALLEY MARKETPLACE
TAX INCREMENT FINANCING PLAN

On February 29, 2016, the City was notified by the Developer that the Developer needed to revise the Second Amendment to the Grain Valley Marketplace Tax Increment Financing Plan ("TIF Plan") because cost estimates for the grocery store site work and shell construction costs have increased. The City's consultants received a written summary of the request on March 7, 2016. The Developer is requesting the following change to the project budget:

Second Amendment to the Grain Valley Marketplace TIF Plan – as Originally Submitted		**Second Amendment to the Grain Valley Marketplace TIF Plan – Revision as Requested on March 7, 2016**		**Change in Costs**
Total Project Cost:	$24,199,925 ($25,999,925 incl. NID Costs)	Total Project Cost:	$25,130,030 ($26,930,030 incl. NID Costs)	$930,105 or 3.8% (3.5% incl. NID Costs)
TIF Reimbursable Cost:	$4,750,000 ($6,550,000 incl. NID Costs)	TIF Reimbursable Cost:	$4,980,000 ($6,780,000 incl. NID Costs)	$230,000 or 4.8% (3.5% incl. NID Costs)

Pursuant to the Real Property Tax Increment Allocation Act, Sections 99.800 to 99.865, RSMo, as amended, ("TIF Act"), changes to a TIF Plan can be made after the TIF Commission public hearing but prior to the adoption of an ordinance approving a redevelopment plan or project without a further hearing if (1) such change does not enlarge the exterior boundaries of the redevelopment area and (2) does not substantially affect the general land uses established in the redevelopment plan or (3) *substantially change the nature of the redevelopment projects.* §99.825.1, RSMo. The change proposed by the Developer does not enlarge the exterior boundaries of the redevelopment area, nor does it substantially affect the general land uses established in the redevelopment plan. After review, we believe that this change is not a substantial change in the nature of the redevelopment projects. At least one Missouri Circuit Court has ruled that changes in the budget by just more than 5% can be considered a change the nature of the redevelopment project. In this case, the change is below 5%.

Based on the finding that this proposed change is not a substantial change in the nature of the redevelopment projects, the City will need to give written notice of such change to the taxing jurisdictions at least 10 days prior to the adoption of the change by ordinance. Below is the proposed schedule for providing notice.

- Notice mailed to the taxing jurisdictions – on March 11, but no later than March 17, 2016
- Notice of the proposed change sent to the *Examiner* – March 11, but no later than March 15, 2016
- Notice of the proposed change published in the *Examiner* – March 13, but no later than March 17, 2016
- First reading of the Ordinance approving the TIF Plan - March 14, 2016
- Second reading – Monday, March 28, 2016

Considering the foregoing information and Springsted, Inc.'s Amended But-For Analysis, our conclusions related to the Board's approval of the TIF Plan are unchanged from the previously submitted Staff Report.

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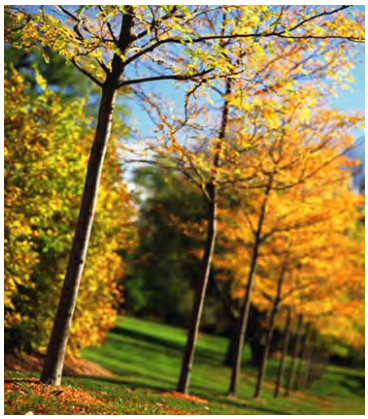

Second Amendment to the Marketplace TIF Plan – Project 2

City of Grain Valley, Missouri

But For Determination Report

January 4, 2016

Table of Contents

1 EXECUTIVE SUMMARY **1**

2 PURPOSE **3**

3 THE PROJECT **5**

4 ASSISTANCE REQUEST **8**

5 RETURN ANALYSIS **10**

6 CONCLUSIONS **14**

Mission Statement

Springsted provides high quality, independent financial and management advisory services to public and non-profit organizations, and works with them in the long-term process of building their communities on a fiscally sound and well-managed basis.

1. Executive Summary

The City of Grain Valley retained Springsted to review the need for assistance for the proposed amendment to the Grain Valley Marketplace Tax Increment Plan – Project 2, to determine if the proposed project would reasonably be anticipated to be developed without adoption of the requested financial assistance. The Amendment proposes the completion of Project number 2 (the "Project) with the development of an approximately 60,000 square foot grocery store, and the development of five (5) pad sites that total approximately 21,730 square feet, which are anticipated to consist of restaurant type uses, along with site construction, soft costs, and other necessary improvements. Project Area 2 includes land that is located at the northeast quadrant of the intersection of I-70 and Buckner-Tarsney Road, all in the City of Grain Valley, Missouri. The developer is Star Acquisitions, Inc., (the "Developer").

The measurement index to determine the need for assistance is the return on investment given similar developments, termed the internal rate of return, (the "IRR"). Springsted reviewed Project costs, operating revenue and expense information, and the requested assistance revenues to determine the Project's need for assistance. Springsted reviewed ten-year cash flow projections provided by the Developer, and tested the revenue and cost assumptions prepared by the Developer. The testing compared the Developer's representations to industry benchmarks. We determined the following:

- The projected IRR without assistance to the Developer falls below the current range expected within the marketplace, and the Developer's own return requirement. Based on the projected level of return without assistance we conclude the Project is unlikely to be undertaken without the requested public assistance.
- The development would have to realize either savings in project costs, increases in project revenue, or a combination of the two for the Project to be undertaken without the requested assistance.
- The base return without assistance is illustrated in Table A below, along with the rate at which assumptions would have to change for the Project to be considered feasible without assistance.

Table A

Internal Rate of Return (IRR) – Return Analysis

Analysis	Change Necessary to be Feasible*	Return without Subsidy
Base Developer Return	N/A	-0.68%
Decreased Costs	32% Decrease	7.03%
Increased Project Revenue	45% Increase	6.79%
Combined Cost Savings & Increased Project Revenue	19% Decreased Costs 19% Increased Revenue	7.05%

*The feasibility threshold for purposes of our sensitivity analysis was defined as an internal rate of return of 6.75% per our modification to the Developer's return as discussed in the return calculation portion of this report.

- For purposes of performing our sensitivity analysis we have utilized an unleveraged return of 6.75% based on the Developer's base pro forma with our adjustments to calculate the return on an unleveraged basis.
- The *Korpacz/Price Waterhouse Cooper Real Estate Investor Survey* identifies the range of returns for a project of this nature as: 6.00% to 10.75%, with an average return target of 7.78%.

2. Purpose

The City of Grain Valley has retained Springsted to review the proposed Second Amendment to the Grain Valley Marketplace Tax Increment Plan – Project 2. The proposed project would provide for the development of an approximately 60,000 square foot grocery store, and the development and sale of five (5) pad sites that total approximately 21,730 square feet which are anticipated to be developed for restaurant uses. The Developer will undertake the necessary site work improvements as part of the Project. The Developer is requesting assistance in the form of Tax Increment Financing ("TIF") and a Community Improvement District ("CID") sales tax.

The City has requested this analysis determine the Project's need for the requested TIF and CID assistance, based on the Project cost and operating pro forma information provided by the Developer. The analysis that follows will examine whether the proposed Project would reasonably be anticipated to be developed without the adoption of the requested financial assistance.

The report that follows is pursuant to Missouri Statutes 99.800 et seq. relative to a determination that the proposed Project within the proposed TIF Redevelopment Plan would reasonably be anticipated to be developed without the adoption of the Plan.

We have approached this determination based on the proposed Project's plans regarding development costs, outcomes, financing sources, and timing, to develop a measure of the Developer's expected return when compared to the amount of risk. If a project is owned and operated as an investment, a measure of return is calculated considering the time value of money, and involves an assumed sale of the property at a price appropriate in the market place: this analysis is termed the internal rate of return. The final determination is based on whether or not the potential return is reasonable without the requested assistance, within the current marketplace and at the present time.

The Developer is requesting modification to the following assistance programs currently in place on the development site:

- Statutory TIF - Revenues in the form of available ad valorem property tax revenues, Payment in Lieu of Taxes, ("PILOTS") along with Economic Activity Taxes ("EATS") where it is anticipated 50% of the growth in sales tax revenues will be captured and re-directed to pay for the existing debt obligations of the TIF District, as well as new eligible reimbursable redevelopment project costs incurred by the Developer; and
- Community Improvement District ("CID") - An existing CID would remain in place and would continue to impose a one percent (1%) sales and use tax applicable to taxable retail sales within the redevelopment project area with 50% of the receipts being captured under TIF and re-directed to pay for eligible reimbursable redevelopment project costs. It is anticipated that the CID will dedicate the uncaptured 50% of CID

sales tax receipts toward existing debt obligations already in place, as well as reimbursing the Developer for costs associated with the repayment of Neighborhood Improvement District ("NID") costs. For the purpose of this analysis we have assumed the CID sales tax revenue, not captured as TIF, will be sufficient to repay the NID costs and that this revenue stream would be available separate from the requested TIF Plan modification. In the event that the CID revenue stream is incapable of fully repaying the NID costs and the Developer is required to pay all or a portion of these costs from private sources, it would only reduce the returns from the levels shown in this analysis. As a result of this assumption, the outstanding NID costs to the Developer are not included in this analysis, as they are presumed to be repaid by the non-captured CID revenue.

3. The Project

The proposed Project contemplates the development of an approximately 60,000 square foot grocery store, and the development of five restaurant pad sites totaling approximately 21,730 square feet, along with necessary site work improvements. The Developer will be constructing and leasing the grocery store building, which they anticipate constructing in 2016 and occupancy starting in 2017. The five pad sites are proposed to be sold to third party entities for development, with sales projected for 2016-2018.

In addition to the commercial component of the development, the Developer also intends to undertake all necessary improvements to develop the site such as parking lot, sanitary sewer, storm water and utility improvements in addition to other on-site improvements.

The Developer has provided an estimated redevelopment project budget, shown below in Table B, broken down into the following categories: land acquisition, site construction costs, building shell costs, grocery furniture, fixtures, & equipment, soft costs, and hard cost contingency.

Table B

Project Costs Category	Total Project Cost	% of Total Costs	Developer Costs*	Third Party Costs	TIF Reimbursable Costs
Land Acquisition	$2,680,000	11%	$680,000	-	$2,000,000
Site Construction Costs	4,509,984	19%	1,093,815	2,166,169	1,250,000
Building Shell Costs	10,600,000	44%	3,600,000	5,500,000	1,500,000
Grocery Furniture, Fixtures & Equipment	1,800,000	7%	1,800,000	-	-
Soft Costs	3,854,442	16%	2,077,221	1,777,221	-
Hard Cost Contingency	755,499	3%	372,191	383,308	-
Total Redevelopment Project Costs	$24,199,925	100%	$9,623,227	$9,826,698	$4,750,000

Land Acquisition

The Developer's land acquisition costs are $2,680,000 which is approximately 11% of the redevelopment project budget. The land acquisition cost is based on information provided by the Developer. The Developer anticipates requesting reimbursable costs in the amount of $2,000,000 related to the land acquisition.

Site Work Costs

The Developer prepared a total budget for site work costs of $4,509,984, which represents approximately 19% of the total project cost. The line-items associated with this category are for costs related to, excavation/grading, parking lot improvements, sanitary and storm sewer, water service line, landscaping, and signage. For these expenses the Developer is seeking $1,250,000 in reimbursable TIF costs, with an additional $2,166,169 anticipated

to be funded by third-parties. The anticipated net cost to the Developer is $1,093,815.

Building Shell Costs

The Developer has prepared a total cost for building shell construction of $10,600,000; which is the largest of the cost categories at approximately 44% of the total project cost. The Developer will only be responsible for the construction of the 60,000 square foot grocery store, which has an estimated total cost of $5,100,000 that equates to a per square foot cost of $85.00. The Developer is seeking $1,500,000 in TIF reimbursement for building shell costs, leaving them with a net-cost of $3,600,000. The remaining $5,500,000 in building costs will be incurred by third parties.

To analyze the Developer's cost assumption for the construction of the grocery store shell, we compared the cost estimate to the RSMeans Square Foot Estimator for construction costs for the proposed building types in the Kansas City metro Area. The RSMeans data provides a range of cost estimates for the construction of vertical building improvements.

The Developer's cost assumption for the 60,000 square foot grocery building is approximately $85 per square foot. The RSMeans estimate range for this type of building ranges from $87.66 to $113.71, depending on construction type. Based on this review it appears the Developer's building cost assumption is reasonable.

It should be noted that the Developer is only responsible for costs related to the construction of the grocery store, and the related site work improvements. Any cost savings related to the building improvements the Developer is undertaking could have a positive effect on the rate of return realized by the Developer, while the higher than estimated costs would have a converse effect. In the return analysis section of the report, we discuss the sensitivity of the rate of return to changes in the project costs, and the effect on the return without assistance if there is a decrease in project costs.

Grocery Store Furniture, Fixtures, and Equipment

The Developer has indicated an estimated cost of $1,800,000 will be incurred for costs associated with the furniture, fixtures, and equipment necessary for the grocery store. This line item equates to approximately 7% of the total project cost, and the Developer will be responsible for incurring the entire amount and is not seeking any reimbursement. The cost assumption equates to $30 per square foot for the 60,000 square foot grocery store.

Soft Costs

The Developer has estimated the total soft cost expenses at $2,077,221, which equates to approximately 16% of the total project cost. The soft cost category includes costs associated with the following line-items; mobilization, permits,

construction staking, engineering design, geo-tech, commissions, legal & accounting, architecture, and soft cost contingency. The Developer has projected they will incur approximately $2,077,221 of these costs, with the remaining $1,777,221 paid by third-party developers. The Developer is not seeking TIF reimbursement for these expenses.

The largest of the soft cost line are permits, engineering design, and architecture, which are each based on a cost estimate equivalent to 5% of the anticipated building shell and site improvement costs. In total these three line-items amount to $2,266,498 of the total soft-cost category, of which the Developer is anticipating incurring 50% of the total or approximately $1,133,249. The Developer's cost assumptions for the soft-cost category appear to be reasonable and likely to be incurred. Additionally, the Developer is not seeking a developer fee for the project.

Hard Cost Contingency

The estimated hard cost contingency is $755,499, of which the Developer is anticipating incurring $372,191 of these costs. The total line item equates to 3% of the overall project cost. The cost estimate is based on 5% of the total site improvement and building shell costs, which is a reasonable assumption.

In the "Return Analysis" section of the report we discuss the sensitivity of the rate of return to changes in the project costs, and the effect on the return of a decrease in project costs.

4. Assistance Request

The Developer is seeking assistance in the form of statutorily available TIF revenues, PILOTS and EATS, which will be captured and re-directed to pay for eligible redevelopment project costs, including previously incurred and newly incurred costs. Additionally, the Developer intends to utilize the existing CID which imposes a one percent (1%) sales and use tax applicable to all taxable retail sales within the redevelopment project area. Fifty percent of the receipts of this sales tax will be captured under TIF and re-directed to pay for eligible reimbursable redevelopment project costs. It is anticipated that the CID will dedicate the uncaptured 50% of the CID sales tax receipts toward repayment of existing debt obligations and the reimbursement of the Developer for costs associated with the repayment of Neighborhood Improvement District costs. The TIF assistance requested by the Developer for the completion of their portion of the project is anticipated to be from a mix of up-front funding through the issuance of Tax Increment Revenue Bonds, as well as on a pay-as-you go basis. The Developer is seeking reimbursement for a total principal amount of project costs of $4,750,000. Additionally, the Developer is seeking reimbursement for interest expenses incurred on any portion that is initially funded by the Developer and reimbursed on a pay-as-you-go basis.

At the time of the preparation of this document the exact mix of up-front funding vs. pay-as-you-go funding is not yet known. For the purposes of this analysis, the pro forma, and subsequent IRR analysis, is based on the assumption that approximately $4,000,000 will be funded up-front through the issuance of a Tax Increment Revenue Bonds and the remaining $750,000 in eligible costs will be reimbursed on a pay-as-you-go basis at an anticipated interest rate of 6.0%.

The TIF and CID revenue streams generated by the District over its remaining term will first be utilized to repay debt obligations of the TIF District, which would include both TIF Revenue Bonds sold in 2012 and parity bonds issued to fund the assumed $4,750,000 of the Developer's eligible costs. Any revenue remaining after payment of bond debt service would be utilized to pay the remaining eligible costs on a pay-as-you-go basis, in the event the parity bonds were issued in an amount less than $4,750,000.

The Developer will be funding their portion of the Project costs (net of any TIF bond revenues) through a mix of Developer equity and private debt. The Developer pro forma estimated an equity contribution of 25% of project costs with the remaining 75% of redevelopment project costs to be financed by permanent debt. As previously noted, the Developer intends to construct all site improvements along with the 60,000 square foot grocery store. It is anticipated that third parties will purchase and develop the five additional pad-ready sites. The Developer projected private financing terms of 6.0% interest over a term of 25-years.

Table C provides the anticipated sources that will be utilized to fund the redevelopment project.

Table C

Sources:	
Developer Equity/Debt	$9,623,227
Third Party Equity/Debt	$9,826,698
TIF Assistance	$4,750,000
Total Sources	$24,199,925

5. Return Analysis

Utilizing the operating pro forma prepared by the Developer, we evaluated the need for assistance for the proposed development as a whole by comparing the potential return with and without assistance. The Developer provided a 10-year operating pro forma for the development, which included the build-out, and operating revenue and expense assumptions. The Developer demonstrated the potential return through a leveraged internal rate of return (IRR) calculation, to illustrate the potential return with and without assistance. The return realized by the Developer is a result of the assumptions used in the creation of the operating pro forma; therefore, a number of steps must be performed to analyze the reasonableness of the assumptions used.

The first step in analyzing the return to the Developer is to determine if the costs presented are reasonable. We have discussed a portion of the costs above and have commented on the mechanics whereby cost savings on the private side could occur. If cost savings for the Developer's share occur absent any other changes, the Developer would realize a greater return than projected. In the sensitivity analysis below we examine the impact of cost savings on the projected rate of return without assistance.

The second step in calculating the return to the Developer is to determine if the operating revenues and expenses are reasonable.

- The Developer has assumed a lease rate of $9.10 per square foot for the grocery store with the lease rate to escalate 1.5% after 5 years.
- It is anticipated that third parties will construct the five other pads sites with sale prices ranging from $500,000 to $800,000 per pad site.

We examined various retail lease rate listings in the Kansas City area market for comparison. Our conclusion is that the projected lease rates, and pad sale prices are reasonable. In the sensitivity analysis we examine the impact of increased lease rates and pad sale amounts on the projected rate of return without assistance.

The third step in analyzing the return to the Developer is to determine if the assumptions for a sale of the asset are reasonable. The return analysis to the Developer should factor in a hypothetical sale of the asset at the end of ten years of operations. A critical assumption when valuing the asset at the time of the hypothetical sale is the capitalization rate. The available net operating income divided by the capitalization rate results in the assumed fair market value of the asset. The Developer has used a capitalization rate of 8.5% for the project to calculate the hypothetical sale value. In reviewing historical cap rate trends for commercial retail developments, we feel 8.5% is a reasonable assumption.

Table D illustrates the Developer's base pro forma with the rate of return with and without assistance, on a leveraged basis.

Table D

Base Developer Pro Forma	Without Assistance	With Assistance
Leveraged	N/A	9.83%

To provide a comparison of the Developer's return without assistance to an industry benchmark the Developer's submitted pro forma was modified to include the IRR analysis on an unleveraged basis. An unleveraged IRR calculation is performed in order to compare the potential return to the Developer based on the *Price Waterhouse Cooper (PWC)/Korpacz Real Estate Investor Survey, Fourth Quarter 2015*, which provides a market comparison against which project feasibility can be considered.

Table E shows our modified pro forma with the rate of return with and without assistance, on an unleveraged basis.

Table E

SI Modified Pro Forma	Without Assistance	With Assistance
Unleveraged	-0.68%	6.75%

To evaluate the rate of return a project of this nature would require to be considered "feasible" we consulted the *Korpacz/Price Waterhouse Cooper Real Estate Investor Survey* prepared for the fourth quarter of 2015. This survey provides a resource for comparing the Developer's rate of return to a market benchmark to help determine feasibility. According to the developers surveyed, the typical unleveraged market return necessary to pursue a project of this nature falls in a range from 6.00% to 10.75%; with an average return of 7.78%.

In order to answer the question "is the development likely to occur without public assistance" we analyzed the without incentive scenarios, using the base developer pro forma without assistance as the basis of the assumption. We performed a sensitivity analysis in order to understand the magnitude at which project costs would have to decrease, or conversely project revenues would have to increase, for the project to be considered feasible. For this sensitivity analysis we used the 6.75% return with assistance from our modified pro forma as a benchmark for performing our sensitivity analysis, as this appeared to be a feasibility threshold the Developer was willing to accept.

To understand the impact of the project cost assumptions, we performed a cost sensitivity analysis to determine the rate at which costs would have to be reduced for the projected rate of return to be in excess of our feasibility benchmark without assistance. Table F illustrates the development would need to realize a 32% reduction in project costs in order to be feasible without assistance. Given a 32% reduction in costs the project would have a rate of return of 7.03%.

Table F

Project Costs Sensitivity	Reduction in Project Costs	Rate of Return without assistance
	32%	7.03%

To understand the impact of projected lease rates and pad sale assumptions, we have performed a sensitivity analysis to determine the rate at which project revenues would have to increase for the projected rate of return to be in excess of our feasibility benchmark without assistance. Table G illustrates the development would need to realize a 45% increase in project revenues in order for the project to be feasible without assistance. Given a 45% increase in project revenues, the project would have a rate of return of 6.79% which falls into the reasonable range.

Table G

Project Revenue Sensitivity	Increase in Project Revenue	Rate of Return without assistance
	45%	6.79%

As a final step in the sensitivity analysis, and to understand the impact of a combined change in project costs and project revenues, we have performed a sensitivity analysis to determine the rate at which these areas would have to change for the projected rate of return to be in excess of our feasibility benchmark without assistance. Table H illustrates the development would need to realize a combined 19% decrease in project costs and a 19% increase in project revenues for the project to be feasible without assistance. Given these changes in assumptions the project would have a rate of return of 7.05%.

Table H

Combined Sensitivity	Reduction in Project Costs	Increased Project Revenues	Rate of Return without assistance
	19%	19%	7.05%

The three tables above (Tables F, G, and H) indicate the magnitude at which project assumptions would have to change for the project as a whole to have a rate of return in excess of the 6.75% feasibility benchmark used in the sensitivity analysis. Absent changes of the magnitude outlined above, the project would not have a sufficient enough return to draw market investment. Only by assuming either increases in project revenues, decreases in project costs, or a combination of the two does the return increase to a feasible level without public assistance. However, we project changes of the magnitude

outlined above are unlikely to be realized, which indicates the proposed project, when viewed as a whole, would not likely be completed through private enterprise alone.

6. Conclusions

The proposed Project contemplates the construction of a 60,000 square foot grocery store, and the development of five pad sites that total approximately 21,730 square feet of restaurant uses; along with other site work and soft costs. The Developer will bear all the risk until project completion and permanent financing is in place, and continued operating risk thereafter. This level of risk demands a positive return with a comparable national market range of 6.00% to 10.75%, with an average of 7.78% as indicated in the *PWC/Korpacz* study.

As detailed above, the projected IRR to the Developer without assistance, falls below the current range expected within the marketplace and in comparison to the return with assistance.

A Blight Study prepared by the Polsinelli PC, Development Analysis Department and an affidavit signed by the Developer dated _____, states that the redevelopment area is a blighted area and has not been subject to growth and development through investment by private enterprise and would not reasonably be anticipated to be developed without the adoption of tax increment financing. Based upon the Blight Study, Developer affidavit, and upon our analysis, Springsted concludes that the proposed Project, without assistance would not likely be undertaken at this time without the requested assistance

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Kansas City, MO 64114-3311

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www.springsted.com

MEMORANDUM

TO: Ryan Hunt, City Administrator
City of Grain Valley, Missouri

FROM: Tom Denaway, Assistant Vice President/Consultant
Tom Kaleko, Senior Vice President/Client Representative

DATE: March 10, 2016

SUBJECT: Marketplace TIF – Amended But-For Analysis

At the request of the City, Springsted has prepared an update to the but-for analysis to incorporate the proposed March 7, 2016 revision to the Second Amendment to the Grain Valley Marketplace Tax Increment Plan.

The proposed revision to the TIF Plan incorporates an adjustment to the total project costs and the requested TIF assistance amount to account for increased construction and soft costs being realized by the Developer as they prepare for development of the site. The overall project costs have changed from $24,199,925 to $25,130,030; an increase of approximately $930,105. Due to the increased project costs the Developer is seeking a $230,000 increase to the total TIF reimbursable amount bringing the total reimbursement to $4,980,000, up from the original request of $4,750,000. The table below outlines the revised project budget:

Project Costs Category	Total Project Cost	% of Total Costs	Developer Costs	Third Party Costs	TIF Reimbursable Costs
Land Acquisition	$2,680,000	11%	$680,000	-	$2,000,000
Site Construction Costs*	4,744,366	19%	1,328,197	2,166,169	1,250,000
Building Shell Costs*	11,110,000	44%	3,880,000	5,500,000	1,730,000
Grocery Furniture, Fixtures & Equipment	1,800,000	7%	1,800,000	-	-
Soft Costs*	4,002,946	16%	2,151,473	1,851,473	-
Hard Cost Contingency*	792,718	3%	409,410	383,308	-
Total Redevelopment Project Costs	$25,130,030	100%	$10,249,079	$9,900,950	$4,980,000

**These categories realized increased cost estimates*

In comparison the to the original budget, the increased cost estimate for the Developer funded costs increased by approximately 6.5%, while the increased TIF reimbursable amount only increased by 4.8%. The result of these changes to the project costs, while all other assumptions remained the same, resulted in a decrease in the overall rate of return realized by the Developer as a result of the project.

In order to illustrate the impact on the Developer's rate of return we calculated updated unleveraged Internal Rates of Return for the project, both with and without assistance.

Unleveraged IRR Analysis	Without Assistance	With Assistance
Original Analysis	-0.68%	6.75%
Revised Costs/TIF	-1.70%	6.06%

As the chart above illustrates the proposed revisions to the total project cost and TIF reimbursable amounts, results in a negative impact to the rate of return realized by the Developer. Additionally, we performed an updated sensitivity analysis to calculate the impact the revised project cost had on the feasibility of the project without assistance. For the purpose of this sensitivity analysis we solved for the rate at which project assumptions would have to change for the project to achieve a 6.06% rate of return without assistance. We utilized this revised benchmark of 6.06% based on the revised return we calculated for the Developer with assistance.

Internal Rate of Return (IRR) – Sensitivity Analysis

Analysis	Change Necessary to be Feasible*	Return without Subsidy
Base Developer Return	N/A	-1.68%
Decreased Costs	33% Decrease	6.09%
Increased Project Revenue	49% Increase	6.14%
Combined Cost Savings & Increased Project Revenue	20% Decreased Costs 20% Increased Revenue	6.24%

*The feasibility threshold for purposes of our sensitivity analysis was defined as an internal rate of return of 6.06% per our calculation of the Developer's return based on the revised project cost and TIF reimbursement amount.

Conclusion

The proposed March 7, 2016 revision to the Second Amendment to the Grain Valley Marketplace TIF Plan, does not alter the but-for finding we originally made in our report dated February 3, 2016. In fact, the proposed revisions make the project less feasible without assistance than previously estimated, resulting in our conclusion that the project would still not be likely to proceed but-for the requested TIF assistance. Additionally, because the Developer is realizing a larger share of the increase in costs in comparison to the revised TIF reimbursement amount, the with-assistance return realized by the Developer is projected to decrease slightly from what had previously been calculated.

Terms Sheet

Between the City of Grain Valley, Missouri and STAR Acquisitions, Inc.
For the Second Amendment to the Marketplace Tax Increment Financing Plan and
First Amendment of Redevelopment Project 2

March 14, 2016

The purpose of this Terms Sheet is to provide a guide to the preliminary negotiation of the terms of an amendment to the redevelopment agreement between the City of Grain Valley, Missouri (the "City") and Star Acquisitions, Inc. (the "Developer") for implementation of a proposed amendment to the Grain Valley Marketplace Tax Increment Financing Redevelopment Plan. The Terms Sheet provides written evidence of the parties' understanding of certain material terms of the proposed application for amendment of the Grain Valley Marketplace TIF Plan, which has been presented to the TIF Commission for a recommendation and will be presented to the Board of Aldermen for approval.

The parties understand that approval of the TIF Plan amendment and amendment to the TIF redevelopment agreement is subject to the sole discretion of the Board of Aldermen. The final, executed amendment to the TIF redevelopment agreement will control the implementation of the amended TIF Plan and that amendment will contain additional and more detailed provisions related to such implementation. Although the provisions agreed to by virtue of this Terms Sheet are expected to appear in the amendment to the TIF redevelopment agreement in substantively the same form, such provisions may be modified by the mutual agreement of the parties in the amended TIF redevelopment agreement.

I. Development Summary

A. The Developer is proposing to purchase a portion of the Grain Valley Marketplace Project Area 2 from SG Property Management and Grain Valley Marketplace Cinema Company LLC. Additionally, the Developer is under contract to purchase property adjacent to the development site to the north as shown in **Exhibit A**.

B. The Developer proposes to complete the development commenced by SG Property management by constructing or causing to be constructed by third party lot purchasers an additional approximately 81,000 square feet of restaurant and retail space, including an approximately 60,000 square foot grocery store.

C. The total estimated cost of the proposed development, as amended will be $26,930,030 plus financing costs. This amount excludes costs incurred by the Developer's predecessor.

D. The Developer is seeking $6,780,000 in public assistance for this project in the form of TIF and CID reimbursements, plus financing costs. The Developer's request includes reimbursement for land acquisition costs of $2,000,000, building shell costs of $1,730,000, site construction costs of $1,250,000 and approximately $1,800,000 to finance the Developer's share of NID costs incurred though the TIF Plan as it was originally approved for Project Area 2, including financing costs associated with all such project costs.

E. Financing for amended Project 2 may be (i) a combination of TIF Revenue Bonds and pay-as-you-go reimbursements to the Developer; or (ii) solely pay-as-you-go reimbursement; the election of which is the Developer's option upon completion of the Developer's portion of private and public project improvements. "Developer's portion of private and public project improvements" as used in this Terms Sheet shall mean the land acquisition, site work, grocery store construction, and associated design, financing, and any other soft costs associated with same. Such costs shall not include construction of improvements on any of the five (5) non-grocery store pad sites.

II. Development Schedule.

A. The Developer intends to begin construction of the proposed grocery store in fall 2016. Construction of the grocery store will be completed by fall 2017.

B. The remaining five (5) pad sites are forecasted to be sold to third parties. Construction of the pad sites is forecasted to commence between fall 2016 and fall 2018. The construction of buildings on the pad sites is forecasted to be completed in 2019.

III. Financing.

A. Developer and Third Party Equity/Private Financing

1. After receiving the public assistance requested, the Developer's share of the total project costs is $10,249,079. Prior to reimbursement, Developer's new investment is estimated to be approximately $15,000,000.

2. It is anticipated that Third Parties will contribute $9,900,958 of the total project costs.

B. Pay-As-You-Go

1. Upon completion of the Developer's portion of the private and public project improvements, the Developer may elect to have all of its eligible TIF Reimbursable Projects Costs (i.e., $6,780,000 plus financing costs) reimbursed on an as collected basis from revenues deposited in the Special Allocation Fund.

2. As an absolute alternative to the Developer's option described immediately above, upon completion of the Developer's portion of the private and public project improvements, the Developer may elect to have a portion of its eligible TIF Reimbursable Projects Costs reimbursed by the proceeds of TIF Bonds as described in Section C below with the remainder of such eligible TIF Reimbursable Projects Costs reimbursed on an as collected basis when sufficient revenues exist in the Special Allocation Fund.

The parties anticipate that Developer will finance the TIF Reimbursable Project Costs through a third party lender in an arms-length transaction (i.e. not equity financing and not lending from an affiliate of the Developer). Interest due to the Developer on pay-as-you-go reimbursement will be at the Developer's actual borrowing rate, which shall not exceed the Prime Rate plus 3%, and will not compound. The Developer shall submit a request for reimbursement of interest costs incurred in the same manner as its request for reimbursement of other TIF Reimbursable Project Costs as established in this Agreement; provided, however that the parties understand that interest costs are outside of and in addition to the costs identified in the Sources and Uses exhibit (i.e., in addition to the $6,780,000 reimbursable amount).

C. TIF Bonds

1. If requested by Developer pursuant to subsection B above, the City will issue non-credit enhanced, tax exempt TIF revenue bonds (the "TIF Bonds") when such bonds become marketable without City credit enhancement.

2. The amount of the TIF bonds, and the net proceeds produced, will be determined by market conditions at the time of underwriting.

3. The term of the TIF Bonds shall coincide with termination of the TIF Redevelopment Area in 2034.

4. If the market permits at the time of issuance, the TIF Bonds will provide that actual TIF and CID revenues received in excess of the Series 2012 Grain Valley Marketplace Tax Increment Revenue Bonds debt service plus the expected case amortization for the TIF Bonds will be used to reimburse the Developer on a pay-as-you-go basis for the difference between the actual net proceeds of the TIF bond issuance and $6,780,000.

D. NID Bonds

1. The NID Improvements, including capitalized interest, are subject to short-term financing through the City's Taxable Neighborhood Improvement District Limited General Obligation Refunding Temporary Notes, Series 2015 (the "NID Notes"), which will mature on December 1, 2016.

2. Prior to or at maturity of the NID Notes, the City will issue taxable NID bonds. The taxable NID Bonds will be paid from special assessments that will first be levied in November 2017.

3. The aggregate NID special assessment principal for the Developer's portion of the property within the NID boundaries, excluding interest, is expected to be approximately $1,800,000 (not including financing costs).

4. The Developer shall pay its annual NID special assessments and be reimbursed from TIF and CID revenue as described in above Sections B or C, whichever is applicable.

E. Statutory Limitation on Reimbursement from Uncaptured CID Sales Tax Revenue

1. The CID Act limits the use of uncaptured CID sales tax revenues to public improvements constructed within the boundaries of the CID.

2. Approximately $1.5 million of the NID project costs were located outside of the CID and NID boundaries, which are coterminous.

3. For these reasons, it is anticipated that uncaptured CID revenues will be utilized primarily to pay the eligible portion of the Series 2012 TIF Bonds debt service. The Developer's reimbursement will come primarily from TIF increment, which includes captured CID sales tax receipts.

4. The City makes no guarantee that project revenues will be sufficient to reimburse all of the Developer's eligible costs.

F. Payment of Interest Expenses

1. Third Party Borrowing. In the event Developer incurs financing costs on amounts Developer was loaned to finance and pay for Reimbursable Project Costs from a "non-Affiliate" third party in an arms-length transaction, City shall reimburse Developer as a Reimbursable Project Cost the actual

financing costs incurred and certified pursuant to this Section III.F. Interest will be reimbursed pursuant to Section III.B.3 hereof.

2. Interest on Developer Equity – Developer Publicly Funded Project Improvements. In the event Developer finances a portion of the Developer Public Project Improvements with equity, Developer shall receive as a Reimbursable Project Cost, in addition to the return of its equity, interest on said equity as and from the date the equity was advanced at the same rate charged to Developer by its lender for debt financing. For purposes of calculating interest expense on Developer advanced equity, Developer shall certify its interest expense pursuant to this Section III.F as a separate line item expense. For the month in which equity is initially advanced, the interest expense shall accrue from the 15th day of the month for equity advanced from the 1st through the 14th day of a month and from the last day of the month for equity advanced after the 15th day of a given month.

3. Interest Paid Not Included In Total Reimbursable Project Costs. Any interest paid to Developer pursuant to this Section III.F shall not be included as an expense against the total amount set out in the Redevelopment Project Cost Budget for Reimbursable Project Costs (i.e., the $6,780,000 reimbursable amount).

IV. City-Cinema Lease Agreement Related to CID Improvements.

A. Grain Valley Marketplace Cinema Company LLC will enter into a Lease Amendment with the City exchanging that portion of Tract A located south of the proposed grocery store (approximately 0.86 acres) for the driveway and parking areas located north and east of the existing theater (approximately 0.38 acres). The purpose of this Lease Amendment is to change the public improvements that have been financed using non-captured CID revenues (see map attached as **Exhibit B**).

B. Upon acquisition of the development site by the Developer, the Developer will enter into an additional lease agreement with the City for a portion of the parking lot south of existing Tract A (triangle piece) (see map attached as **Exhibit C**).

C. See the map attached as **Exhibit D** depicting the property subject to the original lease between the City and Grain Valley Marketplace Cinema Co., LLC, compared to the property subject to both the Lease Amendment and the additional lease agreement.

V. CID Annexation

A. The Developer will file or cause the owner of the relevant property to file a petition to annex additional property north of the existing development into the CID. The CID annexation is depicted on the map attached hereto as **Exhibit E**.

Signature	Signature
Title	Title

Date Star Acquisitions, Inc.	Date City of Grain Valley

EXHIBIT A

Property to be Purchased by Developer

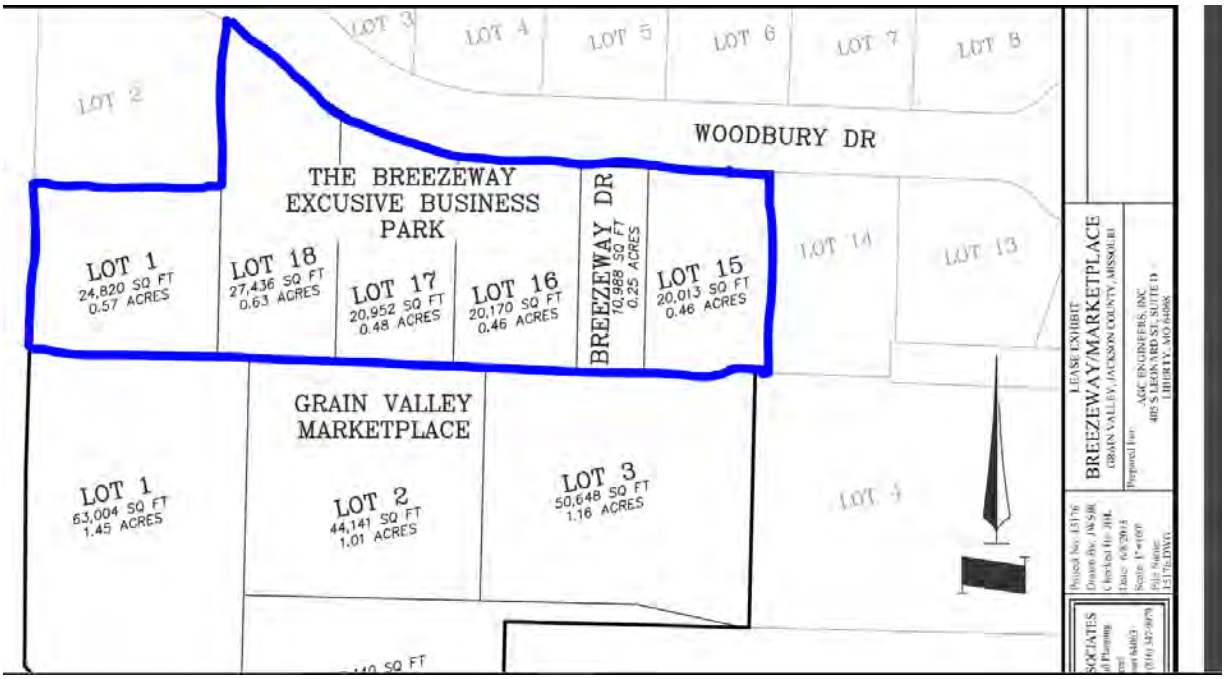

EXHIBIT B

City of Grain Valley – Grain Valley Marketplace Cinema Co., LLC – Lease Amendment area

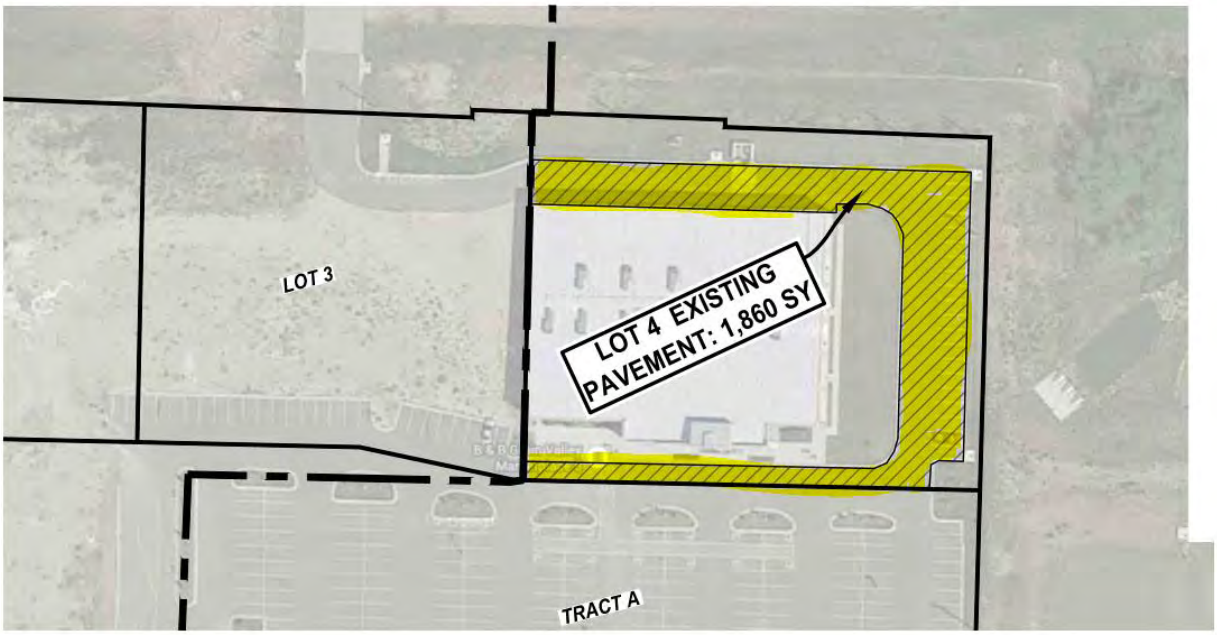

EXHIBIT C

Parking Lot South of Tract A

EXHIBIT D

Property Subject to Original Lease Agreement between the City and Grain Valley Marketplace Cinema Co., LLC

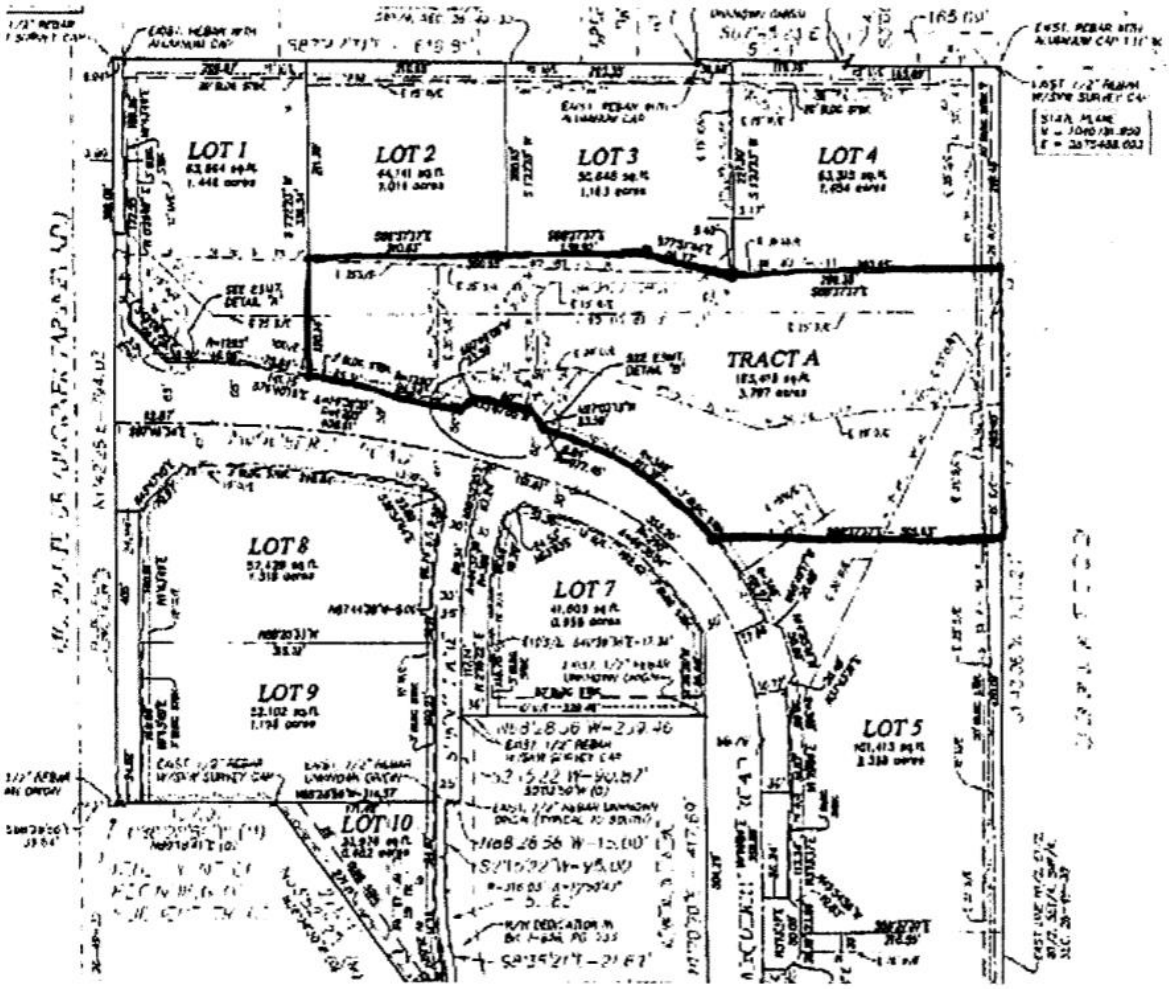

EXHIBIT E

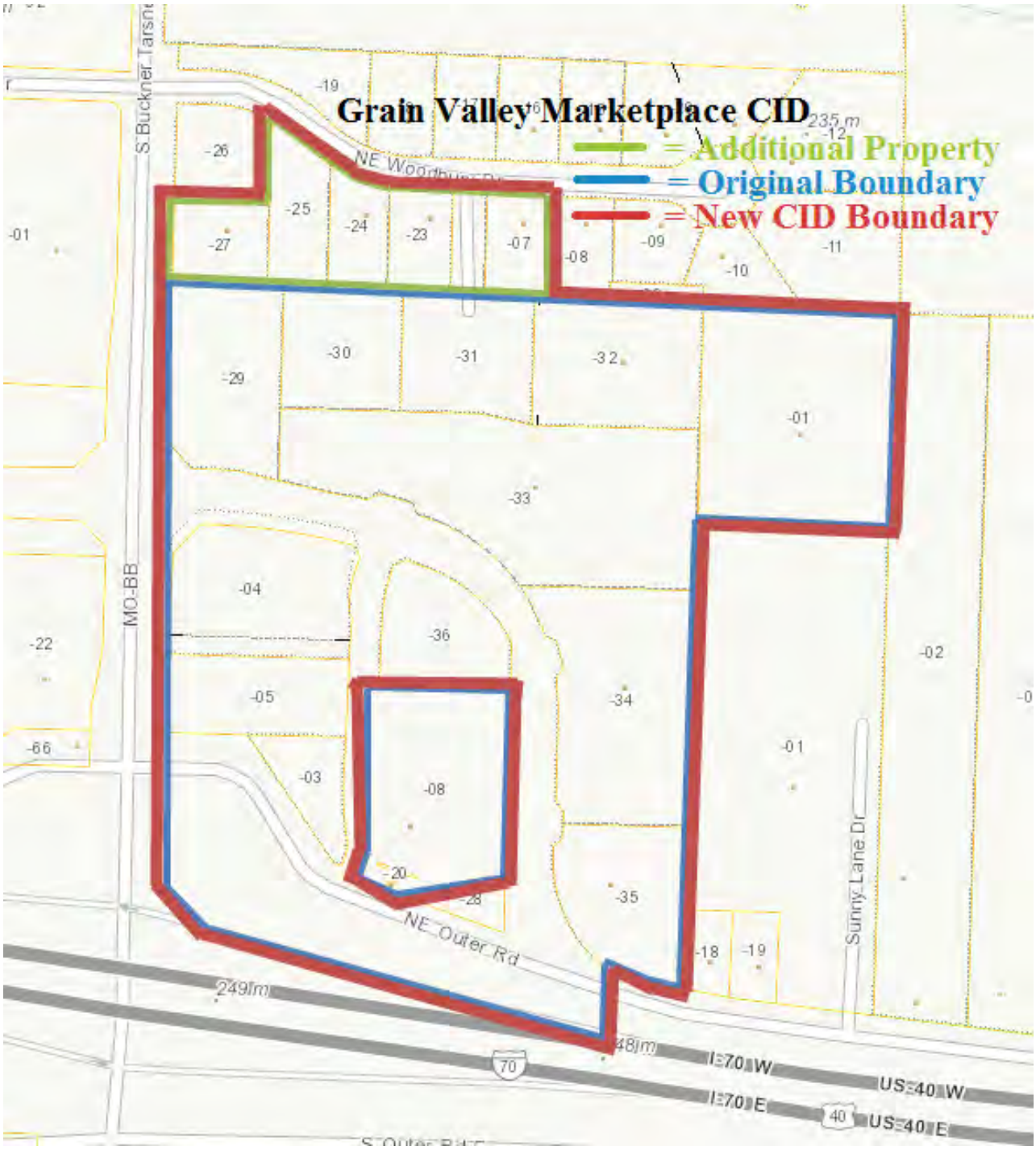
Grain Valley Marketplace CID
= Additional Property
= Original Boundary
= New CID Boundary
S Buckner Tarsney
MO-BB
NE Woodbury Dr
NE Outer Rd
Sunny Lane Dr
I-70 W
I-70 E
US-40 W
US-40 E
70
40
235 m
249 m
248 m

EXHIBIT A

GRAIN VALLEY MARKETPLACE
(Project 2)
TAX INCREMENT FINANCING PLAN
A SECOND AMENDMENT TO
THE GRAIN VALLEY MARKETPLACE TAX INCREMENT PLAN
Grain Valley, Missouri

SEE ATTACHED

GRAIN VALLEY MARKETPLACE
(Project 2)

TAX INCREMENT FINANCING PLAN

A SECOND AMENDMENT TO
THE GRAIN VALLEY MARKETPLACE
TAX INCREMENT PLAN

Grain Valley, Missouri

GRAIN VALLEY MARKETPLACE
(Project 2)
TAX INCREMENT FINANCING PLAN

A SECOND AMENDMENT TO
THE GRAIN VALLEY MARKETPLACE TAX INCREMENT PLAN

Grain Valley, Missouri

Prepared By:

Polsinelli PC on behalf of STAR Acquisitions, Inc.

Submitted to:

The City of Grain Valley TIF Commission

January 8, 2016

Table of Contents

Recitals.....1

Amendments.....3

Generally.....3

Name of Amended Plan.....2

Boundaries.....3

Definitions.....3

Specific Plan Objectives.....5

Plan Implementation.....5

Financing Plan.....6

Disbursements from Special Allocation Fund.....8

Cost Benefit Analysis.....9

Required Statutory Findings.....9

Exhibit List

1A Grain Valley Marketplace Redevelopment Area

1C Redevelopment Project Area 2

2 Redevelopment Areas Map

3A Site Plan – Project Area 2

5 Estimated Redevelopment Project Costs and Reimbursable Project Costs for Redevelopment Project 2

6A Addendum to Existing Conditions Study

7A Commitment to Finance Redevelopment Project 2

8A Revenue Projections for Redevelopment Project 2

11A Cost Benefit Analysis for Project 2

12A Developer Affidavit Project 2

SECOND AMENDMENT
TO THE GRAIN VALLEY MARKETPLACE
TAX INCREMENT FINANCING PLAN

(PROJECT 2)

Submitted to the City of Grain Valley, Missouri on January 8, 2016

Recitals.

A. The City of Grain Valley, Missouri (the "City") is authorized pursuant to the Real Property Tax Increment Allocation Redevelopment Act, Sections 99.800 to 99.865, RSMo (the "TIF Act") to adopt a plan for the redevelopment of a prescribed area that will directly and substantially benefit from redevelopment project improvements and to provide funding to implement the plan.

B. By Ordinance No. 2107, adopted by the Board of Aldermen of the City on September 27, 2010, the City approved the Grain Valley Marketplace Redevelopment Plan ("Redevelopment Plan" or "TIF Plan"), determined that the Redevelopment Project Areas (1 through 4 inclusive) constitute a Blighted Area; determined that the Redevelopment Plan, Redevelopment Projects, and Redevelopment Project Areas met the other applicable requirements of the Act; selected a developer to implement the Redevelopment Project Area 2 portion of the Redevelopment Plan, and authorized the City to enter into a contract with a developer for the implementation of Redevelopment Project 2 described in the Redevelopment Plan.

C. The TIF Plan provides for the redevelopment of the Redevelopment Area through one or more redevelopment projects in each of the four (4) Redevelopment Project Areas in Grain Valley, Missouri. Redevelopment Projects 1, 3, and 4 include Public Road Improvements to be undertaken by the City. Redevelopment Project 2 includes the construction of a commercial development comprised of retail, restaurants and entertainment; public improvements servicing the development; the portion of Public Road Improvements attributable to Redevelopment Project Area 2; and other

additional necessary and beneficial public improvements outside the Redevelopment Project Areas, which are necessary and beneficial to the TIF Plan.

D. In the event that the exterior boundaries of a Redevelopment Area or a Redevelopment Plan Area are to be altered, the City is authorized to consider and approve an amendment to the TIF Plan under Section 99.825 of the TIF Act.

E. On December 9, 2013, the Board of Aldermen adopted an amendment to the TIF Plan (the "First Amendment") by ordinance altering the exterior boundaries of Redevelopment Project Area 1 by splitting it into Redevelopment Project Area 1A and Redevelopment Project Area 1B. The exterior boundaries of the Redevelopment Plan were unchanged.

F. The First Amendment also addressed changes in the redevelopment project costs actually incurred and activated tax increment allocation financing for Redevelopment Project Area 1A. The First Amendment did not include any changes to the TIF Plan with regard to Redevelopment Project Area 2.

G. Since adoption of the First Amendment, the original developer of Redevelopment Project 2 as identified in the TIF Plan ceased development of Redevelopment Project 2 after completing only a portion of the project. The purpose of this Second Amendment to the Grain Valley Marketplace Tax Increment Financing Plan (the "Amended TIF Plan") is to identify a new developer for Redevelopment Project 2, amend the boundaries of Redevelopment Project Area 2, correspondingly amend the boundaries of the overall Redevelopment Area, describe revised components of Redevelopment Project 2 and include a corresponding site plan, include an addendum to the original Existing Conditions Study, describe revised costs for Redevelopment Project 2, including costs eligible for TIF reimbursement, include revised projections of incremental real property and sales taxes (pursuant to revised assessed value and sales projections) within Redevelopment Project Area 2, contain an updated commitment to finance, developer affidavit, and cost-benefit analysis in connection with Redevelopment Project 2.

Amendments

1. Generally. This Amended TIF Plan is intended to supplement the existing TIF Plan. To the extent that the Amended TIF Plan differs from or is inconsistent with the existing TIF Plan, the Amended TIF Plan shall supersede the TIF Plan. In all other respects, however, the TIF Plan shall remain in effect. The Amended TIF Plan is not intended to have an effect on Redevelopment Projects 1A, 1B, 3 or 4, and shall not be construed to change any provisions of the TIF Plan or First Amendment with respect to those projects. All capitalized words or terms used in this Amended TIF Plan that are not defined herein shall have the meaning ascribed to them in the TIF Plan or First Amendment.

2. Name of Amended TIF Plan. The name of the Amended TIF Plan shall remain the "Grain Valley Marketplace Tax Increment Financing Plan." The name of Project Areas 1A, 1B, 3, and 4 shall remain "Grain Valley Interchange."

3. Boundaries. The exterior boundaries of the Redevelopment Area (Project Areas 1A -- 4 inclusive) shall be expanded. The exterior boundaries of Redevelopment Project Area 2 shall also be correspondingly expanded. The exterior boundaries of Redevelopment Projects 1A, 1B, 3, and 4 shall not change. A legal description describing the boundaries of the expanded Redevelopment Area is attached hereto as Exhibit 1A, the legal description describing the boundaries of the amended Redevelopment Project Area 2 is attached hereto as Exhibit 1 C, and the boundaries of both the expanded Redevelopment Area and amended Redevelopment Project Area 2 are depicted on the map attached as Exhibit 2.

4. Definitions.

a. Developer's CID Pledge Account. The separate segregated account within the Special Allocation Fund into which the non-captured portion of Developer's CID Sales Tax revenues are to be deposited and from which such revenues will be disbursed to pay for or reimburse CID eligible costs.

b. Grain Valley Marketplace Redevelopment Area. Collectively, Redevelopment Project Area 1A, Redevelopment Project Area 1B, Redevelopment Project Area 2, Redevelopment Project Area 3, and Redevelopment Project Area 4, such real property legally described in the aggregate in Exhibit 1A.

c. Preliminary Site Plan. The conceptual preliminary site plan for Redevelopment Project Area 2 attached as Exhibit 3A, as such plan may be amended from time to time without further amendment to the Plan.

d. Redevelopment Project 2. (i) The construction of a grocery store, approximately 21,000 square feet of retail and/or restaurant facilities, and infrastructure improvements servicing such development within Redevelopment Project Area 2; and (ii) the already completed improvements consisting of the existing movie theater and convenience store, as well as the public improvements servicing such development in Redevelopment Project Area 2 and the portion of the Public Road Improvements attributable to Redevelopment Project Area 2 as set forth on Exhibit 4A to the Redevelopment Plan. The Preliminary Site Plan generally depicting Redevelopment Project 2 is set forth on Exhibit 3A attached hereto.

e. Redevelopment Project 2 Developer. STAR Acquisitions, Inc., a Missouri corporation, its successors and assigns for Redevelopment Project 2.

f. Redevelopment Project 2 Developer's CID Eligible Expenses. The non-captured portion of Developer's CID sales tax revenues shall be utilized to pay for or reimburse CID administrative and operating costs, as well as Redevelopment Project 2 Developer's NID Assessments.

g. Reimbursable Project Costs for Redevelopment Project 2. Reimbursable Project Costs for Redevelopment Project 2 shall include—

(i) Six Million Five Hundred and Fifty Thousand and No/100 Dollars ($6,550,000.00) of the Redevelopment Project Costs for Redevelopment

Project 2 set forth on Exhibit 5 attached hereto, plus interest, capitalized interest and Financing Costs, as such estimate may be amended from time to time without further amendment to the Plan.[1]

(ii) Two Million One Hundred Five Thousand Seven Hundred and Seventy-Three and No/100 Dollars ($2,105,773.00) already utilized to pay for or reimburse Redevelopment Project Costs for Redevelopment Project 2 set forth on Exhibit 4A to the Redevelopment Plan, plus interest, capitalized interest and Financing Costs.

(iii) Seventy-Five Thousand and No/100 Dollars ($75,000.00) already utilized to pay for or reimburse Redevelopment Project Costs for Redevelopment Project 2 to the City.

5. Specific Plan Objectives. Specific objectives of this Plan are: Construction of a grocery store, approximately 21,000 square feet of retail and/or restaurant facilities, and infrastructure improvements servicing such development within Redevelopment Project Area 2, as generally depicted on Exhibit 3A.[2]

6. Plan Implementation.

a. Redevelopment Project 2. Redevelopment Project 2 includes the construction of a grocery store, approximately 21,000 square feet of retail and/or restaurant facilities, and infrastructure improvements servicing such development within Redevelopment Project Area 2; and also includes the already completed improvements consisting of the

[1] Estimated Reimbursable Project Costs for Redevelopment Project 2 will be reduced by the amount of available non-captured CID revenues utilized to pay for/reimburse the approximately $1,800,000 in NID costs associated with the land owned or to be owned by the Redevelopment Project 2 Developer.

[2] The following specific objectives of the Redevelopment Plan specifically pertaining to Redevelopment Project 2 have already been achieved – construction of the existing movie theater and convenience store, as well as the public improvements servicing such development in Redevelopment Project Area 2 and the portion of the Public Road Improvements attributable to Redevelopment Project Area 2 as set forth on Exhibit 4A to the Redevelopment Plan.

existing movie theater and convenience store, as well as the public improvements servicing such development in Redevelopment Project Area 2 and the portion of the Public Road Improvements attributable to Redevelopment Project Area 2 as set forth on Exhibit 4A to the Redevelopment Plan. Portions of the above-mentioned Public Road Improvements are located outside the Grain Valley Marketplace Redevelopment Area, but are necessary and beneficial to this Plan.

b. Schedule of Development. A portion of Redevelopment Project 2 has already been completed. Commencement of construction of the remainder of Redevelopment Project 2 is expected to commence in 2016 and is expected to be completed in approximately 2019.

7. Financing Plan.

a. Projected Redevelopment Project Costs for Project 2. The Redevelopment Project Costs for Redevelopment Project 2 are estimated to be approximately Twenty-Five Million Nine Hundred and Ninety-Nine Thousand and No/100 Dollars ($25,999,000.00), as shown on Exhibit 5 attached hereto. These estimated Redevelopment Project Costs include Reimbursable Project Costs in the total aggregate amount of approximately Six Million Five Hundred and Fifty Thousand and No/100 Dollars ($6,550,000.00), as currently anticipated, and shown on Exhibit 5, plus interest, capitalized interest and Financing Costs.[1] [3] Exhibit 4A to the Redevelopment Plan shall be used solely for referring to Redevelopment Project Costs for Project 2 that were expended prior to the adoption of this Amended TIF Plan, consistent with the way Exhibit 4A is referenced in this Amended TIF Plan. For purposes of defining and discussing

[3] In addition to the Redevelopment Project Costs for Project 2 set forth above that are estimated to be incurred going forward, certain Redevelopment Project Costs set forth on Exhibit 4A to the Redevelopment Plan have been incurred prior to the adoption of this Amended TIF Plan. Of such costs, Two Million One Hundred Five Thousand Seven Hundred and Seventy-Three and No/100 Dollars ($2,105,773.00) have been paid for or reimbursed as Reimbursable Project Costs, plus interest, capitalized interest and Financing Costs and Seventy-Five Thousand and No/100 Dollars ($75,000.00) have been paid for or reimbursed as Reimbursable Project Costs to the City.

Redevelopment Project Costs (and Reimbursable Project Costs) for Project Area 2 expended after adoption of this Amended TIF Plan, Exhibit 5 attached hereto shall apply.

b. Evidence of Commitment to Finance. The Developer has committed to fund the costs of Redevelopment Project 2 that are not qualified as Reimbursable Project Costs, as set forth in the "Developer Private Costs" column on Exhibit 5 attached hereto. This commitment is evidenced in a letter attached as Exhibit 7A.

c. Projected TIF Revenue and Other Incremental Revenue for Project 2. The projected Payments in Lieu of Taxes and Economic Activity Taxes to be generated by Project 2 are approximately Fourteen Million Nine Hundred and Forty-Eight Thousand Eight Hundred and Nineteen and No/100 Dollars ($14,948,819.00). The projections and the specific assumptions made to determine such projections are set forth in Exhibit 8A.

d. Payments in Lieu of Taxes.

i. Equalized Assessed Valuation. According to the records of the County Assessor, the approximate Total Initial Equalized Assessed Value of Project 2 of the Grain Valley Marketplace Redevelopment Area is Six Hundred Fifty-Seven Thousand Six Hundred and Thirty-Six and No/100 Dollars ($657,636.00). The approximate current ad valorem tax levy rates in the Grain Valley Marketplace Redevelopment Area are $8.7748 per $100 of assessed valuation for residential and commercial property, both of which excludes the replacement tax levy and the blind pension fund, which levies are not subject to tax increment financing.

ii. Anticipated Assessed Valuation. Upon completion of Redevelopment Project 2, the assessed value of Redevelopment Project 2 is anticipated to be Two Million Eight Hundred and Eighty-Three Thousand Five Hundred and Sixty-Three and No/100 Dollars ($2,883,563.00). When development of Redevelopment Project 2 is complete, and this Plan is

terminated, Redevelopment Project 2 will annually yield an estimated Two Hundred and Twenty-Four Thousand Nine Hundred and Sixty-Nine and No/100 Dollars ($224,969.00) in additional ad valorem real property taxes.

e. Economic Activity Taxes.

i. Current Sales and Sales Tax Rates. Sales tax revenue resulting from sales in Redevelopment Project Area 2 the year prior to the year in which the Plan was adopted was Five Hundred Forty-Two Thousand Three Hundred and Fifteen and No/100 Dollars ($542,315.00). The current local sales tax rate for the Taxing Districts is 4.875% (4.625% after April 2018 when a portion of the County sales tax levy sunsets), which excludes the County Capital Improvements Tax (stadium tax) of 0.375% which is not subject to capture by tax increment financing.

ii. Anticipated Sales Taxes. In the last year during which this Amended TIF Plan is expected to be in effect, it is projected that: (1) total annual sales subject to local sales tax in Redevelopment Project Area 2 will be approximately Thirty-Four Million Ninety-Nine Thousand Eight Hundred and Forty-One and No/100 Dollars ($34,099,841.00); and (2) using the 4.625% sales tax rate in (e)(i) above, sales in Redevelopment Project Area 2 will yield an estimated One Million Five Hundred Seventy-Seven Thousand One Hundred and Eighteen and No/100 Dollars ($1,577,118.00) in total annual sales tax revenue.

f. Special Allocation Fund. In addition to the segregated PILOT Account and Economic Activity Account required by the Act to be maintained in the Special Allocation Fund, the City Finance Director has established and shall continue to maintain a third separate segregated account into which all payments of the non-captured portion of Developer's CID sales tax revenues are to be deposited to pay/reimburse CID eligible expenses.

8. Disbursements from Special Allocation Fund. In addition to the segregated PILOT Account and Economic Activity Account required by the Act to be

maintained in the Special Allocation Fund, the City Finance Director has also created a separate segregated account into which will be deposited payments of the non-captured portion of the Developer's CID Sales Tax revenues, estimates of which are set forth in the "CID Revenue (non- TIF Captured)" column of Exhibit 8A. Disbursement of funds from such account shall be made by the City Finance Director to the Project Area 2 Developer for purposes of payment/reimbursement of CID eligible expenses.

9. Cost-Benefit Analysis.

a. Project Area 2. The amount of all revenue estimated to be received by the Taxing Districts directly from the Redevelopment Project 2 during the first twenty-three (23) years is Thirty-Two Million Eight Hundred Nineteen Thousand Three Hundred and Thirty-three and No/100 Dollars ($32,819,333), as shown on the cost-benefit analysis attached as Exhibit 11A. The cost-benefit analysis shows the impact on the Taxing Districts if Redevelopment Project 2 is built pursuant to this Plan, and illustrates the fiscal impact on each such Taxing District.

10. Required Statutory Findings.

a. Blighted Area. The Grain Valley Marketplace Redevelopment Area on the whole is a Blighted Area as defined in the Act and as found by the Board of Aldermen in Ordinance No. 2107, and the development remains in the public interest because it will alleviate defective and inadequate street and highway infrastructure in the area, improve the safety of the public, increase employment in and enhance the tax base of the City. To date, these blighted conditions have not yet been fully abated. Further, all real property included within the expanded boundaries of the Redevelopment Area is interrelated and blighted on the whole as established in the Existing Conditions Addendum attached as Exhibit 6B. Not all of the factors establishing the Redevelopment Area as a Blighted Area in Ordinance No. 2107 have been remediated, but Project Area 2, as amended, will serve to alleviate such conditions.

b. Expectations for Development (But-for analysis). The Grain Valley Marketplace Redevelopment Area on the whole has not been subject to growth and development through investment by private enterprise as demonstrated in part by the Developer Affidavit with respect to Redevelopment Project Area 2, attached as Exhibit 12A, and would not reasonably be anticipated to be developed without the adoption of tax increment financing due to the substantial costs of the Redevelopment Project.

c. Conforms to Comprehensive Plan. The City's Comprehensive Plan indicates that the Grain Valley Marketplace Redevelopment Area may be developed for restaurants, retail, movie theaters, convenience stores, and other light commercial uses allowed in the Transition Zone Overlay District. This Amended TIF Plan designates the Grain Valley Marketplace Redevelopment Area for such uses and consequently conforms to the City's Comprehensive Plan.

d. Date to Adopt Redevelopment Project. Any Ordinance approving any Redevelopment Project will not be adopted later than ten (10) years from the adoption of the original TIF Plan.

e. Date to Complete Redevelopment. Redevelopment Project 2 will be completed prior to a date that is not more than 23 years from the adoption of the Ordinance approving Redevelopment Project 2.

f. Date to Retire Obligations. Obligations are required to be retired on a date that is less than 23 years from the adoption of the last Ordinance approving any Redevelopment Project.

g. Acquisition by Eminent Domain. No property constituting the Grain Valley Marketplace Redevelopment Area will be acquired by eminent domain.

h. Relocation Assistance Plan. The plan for relocation assistance for businesses and residences attached as Exhibit 13 to the TIF Plan is unchanged and remains in effect.

i. Cost-benefit Analysis -- Project Area 2. The cost-benefit analysis attached as Exhibit 11A, shows the economic impact of Redevelopment Project 2 on each Taxing District. The analysis shows the impact on the economy if Redevelopment Project 2 is built and if Redevelopment Project 2 is not built pursuant to this Amended TIF Plan. The analysis includes a fiscal impact study on every Taxing District.

j. Gambling Establishment. This Amended TIF Plan does not include the initial development or redevelopment of any gambling establishment as defined in the Act.

Exhibit 1A

Legal Description

Total Redevelopment Area

(as expanded by this Amended TIF Plan)

See Attached

TOTAL TIF AREA DESCRIPTION
FOR: CITY OF GRAIN VALLEY,
JACKSON COUNTY, MISSOURI
SW1/4 SECTION 26 & NW1/4 SECTION 35,
ALL IN TOWNSHIP 49 NORTH, RANGE 30 WEST

REVISED – SEPTEMBER 10, 2010

TOTAL TIF AREA DESCRIPTION:

AN AREA OF LAND FOR TAX INCREMENT FINANCING, LOCATED IN THE SOUTHWEST QUARTER OF SECTION 26 AND THE NORTHWEST QUARTER OF SECTION 35, ALL IN TOWNSHIP 49 NORTH, RANGE 30 WEST, IN THE CITY OF GRAIN VALLEY, JACKSON COUNTY, MISSOURI, BEARINGS ARE REFERENCED TO GRID NORTH OF THE MISSOURI STATE PLANE COORDINATE SYSTEM, NAD 1983, WEST ZONE, AND MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF THE SOUTHWEST QUARTER OF SAID SECTION 26, T49N, R30W, BEING A FOUND ALUMINUM CAP AND IRON BAR, PER CERTIFIED LAND RECORD DOCUMENT NUMBER 600-49541; THENCE N01°26'34"E ALONG THE WEST LINE OF SAID SOUTHWEST QUARTER, A DISTANCE OF 786.82 FEET TO THE NORTHWEST CORNER OF LOT 2, "INTERSTATE DEVELOPMENT PARK" A SUBDIVISION IN SAID CITY, COUNTY AND STATE, ACCORDING TO THE RECORDED PLAT THEREOF, AND BEING THE POINT OF BEGINNING; THENCE CONTINUING N01°26'34"E ALONG SAID WEST LINE OF THE SOUTHWEST QUARTER OF SECTION 26, A DISTANCE OF 363.11 FEET TO THE SOUTHWEST CORNER OF "WINGATE TOWNHOMES P.U.D." A SUBDIVISION IN SAID CITY, COUNTY AND STATE, ACCORDING TO THE RECORDED PLAT THEREOF; THENCE S86°53'55"E ALONG THE SOUTH LINE OF SAID "WINGATE TOWNHOMES P.U.D.", A DISTANCE OF 955.23 FEET TO THE SOUTHEAST CORNER OF SAID "WINGATE TOWNHOMES P.U.D."; THENCE N01°41'59"E ALONG THE EAST LINE OF SAID "WINGATE TOWNHOMES P.U.D." AND ALONG THE NORTHERLY PROLONGATION THEREOF, A DISTANCE OF 507.95 FEET TO A POINT ON THE SOUTH RIGHT-OF-WAY LINE OF WOODBURY DRIVE, AS NOW ESTABLISHED; THENCE S88°21'14"E ALONG SAID SOUTH RIGHT-OF-WAY LINE, A DISTANCE OF 331.29 FEET TO A POINT ON THE WEST RIGHT-OF-WAY LINE OF MISSOURI STATE ROUTE BB, AS NOW ESTABLISHED; THENCE S01°22'31"W ALONG SAID WEST RIGHT-OF-WAY LINE, A DISTANCE OF 319.47 FEET TO A POINT ON THE NORTH LINE OF THE SOUTHWEST QUARTER OF THE SOUTHWEST QUARTER OF SAID SECTION 26; THENCE S87°46'34"E ALONG SAID NORTH LINE AND ALONG THE NORTH LINE OF THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SAID SECTION 26, A DISTANCE OF 703.90 FEET; THENCE N01°19'04"E ALONG THE SOUTHERLY LINE OF LOT 15, "THE BREEZEWAY EXCLUSIVE BUSINESS PARK" A SUBDIVISION IN SAID CITY, COUNTY AND STATE, ACCORDING TO THE RECORDED PLAT THEREOF, A DISTANCE OF 4.60 FEET; THENCE S87°46'35"E ALONG THE SOUTH LINE OF LOTS 15 AND 14, SAID "THE BREEZEWAY EXCLUSIVE BUSINESS PARK", A DISTANCE OF 156.62 FEET; THENCE N01°44'06"E ALONG THE SOUTHERLY LINE OF SAID LOT 14, A DISTANCE OF 31.54 FEET; THENCE S87°43'32"E ALONG THE SOUTH LINE OF LOTS 14, 13 AND 12, SAID "THE BREEZEWAY EXCLUSIVE BUSINESS PARK", A DISTANCE OF 164.25 FEET; THENCE S01°35'07"W ALONG THE SOUTHERLY LINE OF SAID LOT 12, A DISTANCE OF 35.99 FEET TO A POINT ON THE NORTH LINE OF SAID SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 26; THENCE S87°46'34"E ALONG THE SOUTH LINE OF LOTS 12 AND 11, SAID "THE BREEZEWAY EXCLUSIVE BUSINESS PARK" AND BEING ALONG THE NORTH LINE OF SAID SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER, A DISTANCE OF 344.06 FEET TO THE SOUTHEAST CORNER OF SAID LOT 11, ALSO BEING THE NORTHEAST CORNER OF SAID SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 26; THENCE S01°18'26"W ALONG THE EAST LINE OF SAID SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER, A DISTANCE OF 378.85 FEET; THENCE N87°46'34"W ALONG A LINE THAT IS PARALLEL WITH AND 378.80 FEET SOUTH OF SAID NORTH LINE OF THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER, A DISTANCE OF 345.90 FEET; THENCE S01°35'07"W, A DISTANCE OF 832.50 FEET TO A POINT ON THE NORTH RIGHT-OF-WAY LINE OF U.S. INTERSTATE I-70, AS NOW ESTABLISHED; THENCE N81°26'03"W ALONG SAID NORTH RIGHT-OF-WAY LINE, A DISTANCE OF 37.38 FEET; THENCE N69°12'33"W

CONTINUING ALONG SAID NORTH RIGHT-OF-WAY LINE, A DISTANCE OF 137.94 FEET; THENCE S01°44'06"W, A DISTANCE OF 811.47 FEET TO A POINT ON THE SOUTH LINE OF LOT 3, "MINTER VIEW" A SUBDIVISION IN SAID CITY, COUNTY AND STATE, ACCORDING TO THE RECORDED PLAT THEREOF; THENCE N88°05'05"W ALONG THE SOUTH LINE OF LOTS 3 AND 4, SAID "MINTER VIEW" AND ALONG THE SOUTH LINE OF LOTS 6, 5, 4, 3 AND 2, "HOEHN ADDITION" A SUBDIVISION IN SAID CITY, COUNTY AND STATE, ACCORDING TO THE RECORDED PLAT THEREOF, A DISTANCE OF 646.42 FEET TO THE SOUTHWEST CORNER OF SAID LOT 2, "HOEHN ADDITION"; THENCE N01°42'54"E ALONG THE WEST LINE OF SAID LOT 2, A DISTANCE OF 135.00 FEET; THENCE N88°05'05"W, A DISTANCE OF 200.17 FEET TO A POINT ON THE WEST RIGHT-OF-WAY LINE OF MAIN STREET, AS NOW ESTABLISHED; THENCE S01°40'36"W ALONG SAID WEST RIGHT-OF-WAY LINE, A DISTANCE OF 463.46 FEET; THENCE N88°05'03"W, A DISTANCE OF 303.85 FEET TO A POINT ON THE EAST LINE OF LOT 15, "MINTER ADDITION" A SUBDIVISION IN SAID CITY, COUNTY AND STATE, ACCORDING TO THE RECORDED PLAT THEREOF; THENCE N01°40'36"E ALONG THE EAST LINE OF SAID LOT 15, A DISTANCE OF 3.95 FEET TO THE NORTHEAST CORNER OF SAID LOT 15; THENCE N88°05'03"W ALONG THE NORTH LINE OF SAID LOT 15, A DISTANCE OF 215.15 FEET TO A POINT ON THE SOUTH RIGHT-OF-WAY LINE OF MINTER AVENUE, AS NOW ESTABLISHED; THENCE N01°40'36"E ALONG THE SOUTHERLY PROLONGATION OF THE EAST LINE OF LOT 10, SAID "MINTER ADDITION AND ALONG THE EAST LINE OF LOTS 10, 9, 8 AND 7, SAID "MINTER ADDITION", A DISTANCE OF 324.50 FEET TO A POINT ON THE NORTH LINE OF THE SOUTH HALF OF THE NORTHWEST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 35, T49N, R30W; THENCE N88°05'03"W ALONG SAID NORTH LINE OF THE SOUTH HALF OF THE NORTHWEST QUARTER OF THE NORTHWEST QUARTER OF SECTION 35, A DISTANCE OF 775.49 FEET TO A POINT ON THE WEST LINE OF THE NORTHWEST QUARTER OF SAID SECTION 35; THENCE N01°36'03"E ALONG SAID WEST LINE, A DISTANCE OF 233.64 FEET TO THE SOUTHWEST CORNER OF LOT 1, "OOIDA COMPLEX, LOT 1" A SUBDIVISION IN SAID CITY, COUNTY AND STATE, ACCORDING TO THE RECORDED PLAT THEREOF; THENCE NORTHEASTERLY ALONG THE SOUTHERLY LINE OF SAID LOT 1 AND ALONG THE NORTHEASTERLY PROLONGATION OF SAID SOUTHERLY LINE AND ALL BEING ALONG A NON-TANGENT CURVE TO THE RIGHT, HAVING AN INITIAL TANGENT BEARING OF N70°55'43"E, A CENTARL ANGLE OF 12°40'59" AND A RADIUS OF 4316.28 FEET, FOR AN ARC DISTANCE OF 955.46 FEET TO A POINT ON THE SOUTHERLY PROLONGATION OF THE EAST LINE OF LOT 8A, "REPLAT OF LOT 1, INTERSTATE DEVELOPMENT PARK" A SUBDIVISION IN SAID CITY, COUNTY AND STATE, ACCORDING TO THE RECORDED PLAT THEREOF; THENCE N02°06'21"E ALONG THE SOUTHERLY PROLONGATION OF SAID EAST LINE AND ALONG SAID EAST LINE OF LOT 8A, A DISTANCE OF 789.05 FEET TO THE NORTHEAST CORNER OF SAID LOT 8A; THENCE N86°54'31"W ALONG THE NORTH LINE OF SAID LOT 8A, A DISTANCE OF 118.85 FEET TO A POINT ON THE EAST LINE OF LOT 7, SAID "REPLAT OF LOT 1, INTERSTATE DEVELOPMENT PARK"; THENCE N01°42'16"E ALONG SAID EAST LINE OF LOT 7, A DISTANCE OF 163.09 FEET TO THE NORTHEAST CORNER OF SAID LOT 7; THENCE N86°54'47"W ALONG THE NORTH LINE OF LOTS 7 AND 4, SAID "REPLAT OF LOT 1, INTERSTATE DEVELOPMENT PARK" AND ALONG THE NORTH LINE OF LOT 2, "INTERSTATE DEVELOPMENT PARK" A SUBDIVISION IN SAID CITY, COUNTY AND STATE, ACCORDING TO THE RECORDED PLAT THEREOF, A DISTANCE OF 814.72 FEET TO THE POINT OF BEGINNING.

THE DESIGNATED TOTAL TIF AREA DESCRIBED ABOVE CONTAINS 3,685,470 SQUARE FEET OR 84.6067 ACRES, MORE OR LESS.

FOR: CITY OF GRAIN VALLEY
ATTN: KEN MURPHY
CITY PLANNER
GRAIN VALLEY, MISSOURI 64029

BY:_____
ROLAND B. MCBRIDE, MO. PLS #2486
TRANSYSTEMS CORP., MO. LC #318
2400 PERSHING ROAD, SUITE 400
KANSAS CITY, MISSOURI 64108

AND

Lots 1, 15, 16, 17 and 18, The Breezeway Executive Business Park, a subdivision in Grain Valley, Jackson County, Missouri, according to the recorded plat thereof, as well as that portion of land thereon platted as right-of-way for Breezeway Drive.

Exhibit 1C

Legal Description

Project 2

(as expanded by this Amended TIF Plan)

See Attached

TIF-#2NE AREA DESCRIPTION
FOR: CITY OF GRAIN VALLEY,
JACKSON COUNTY, MISSOURI
SW1/4 SECTION 26 & NW1/4 SECTION 35,
ALL IN TOWNSHIP 49 NORTH, RANGE 30 WEST

REVISED – SEPTEMBER 10, 2010
TIF-#2NE AREA DESCRIPTION:

AN AREA OF LAND FOR TAX INCREMENT FINANCING, LOCATED IN THE SOUTHWEST QUARTER OF SECTION 26 AND THE NORTHWEST QUARTER OF SECTION 35, ALL IN TOWNSHIP 49 NORTH, RANGE 30 WEST, IN THE CITY OF GRAIN VALLEY, JACKSON COUNTY, MISSOURI, BEARINGS ARE REFERENCED TO GRID NORTH OF THE MISSOURI STATE PLANE COORDINATE SYSTEM, NAD 1983, WEST ZONE, AND MORE PARTICULARLY DESCRIBED AS FOLLOWS:
COMMENCING AT THE SOUTHWEST CORNER OF THE SOUTHWEST QUARTER OF SAID SECTION 26, T49N, R30W, BEING A FOUND ALUMINUM CAP AND IRON BAR, PER CERTIFIED LAND RECORD DOCUMENT NUMBER 600-49541; THENCE N89°02'55"E, A DISTANCE OF 1331.40 FEET TO THE POINT OF INTERSECTION OF THE EAST LINE OF THE SOUTHWEST QUARTER OF THE SOUTHWEST QUARTER OF SAID SECTION 26 AND THE CENTERLINE OF U.S. INTERSTATE I-70, AS NOW ESTABLISHED, AND BEING THE POINT OF BEGINNING; THENCE N01°22'31"E ALONG SAID EAST LINE OF THE SOUTHWEST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 26, A DISTANCE OF 1253.42 FEET TO THE NORTHWEST CORNER OF SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SAID SECTION 26; THENCE S87°46'34"E ALONG THE NORTH LINE OF SAID SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 26, A DISTANCE OF 663.90 FEET; THENCE N01°19'04"E ALONG THE SOUTHERLY LINE OF LOT 15, "THE BREEZEWAY EXCLUSIVE BUSINESS PARK" A SUBDIVISION IN SAID CITY, COUNTY AND STATE, ACCORDING TO THE RECORDED PLAT THEREOF, A DISTANCE OF 4.60 FEET; THENCE S87°46'35"E ALONG THE SOUTH LINE OF LOTS 15 AND 14, SAID "THE BREEZEWAY EXCLUSIVE BUSINESS PARK", A DISTANCE OF 156.62 FEET; THENCE N01°44'06"E ALONG THE SOUTHERLY LINE OF SAID LOT 14, A DISTANCE OF 31.54 FEET; THENCE S87°43'32"E ALONG THE SOUTH LINE OF LOTS 14, 13 AND 12, SAID "THE BREEZEWAY EXCLUSIVE BUSINESS PARK", A DISTANCE OF 164.25 FEET; THENCE S01°35'07"W ALONG THE SOUTHERLY LINE OF SAID LOT 12, A DISTANCE OF 35.99 FEET TO A POINT ON THE NORTH LINE OF SAID SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 26; THENCE S87°46'34"E ALONG THE SOUTH LINE OF LOTS 12 AND 11, SAID "THE BREEZEWAY EXCLUSIVE BUSINESS PARK" AND BEING ALONG THE NORTH LINE OF SAID SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER, A DISTANCE OF 344.06 FEET TO THE SOUTHEAST CORNER OF SAID LOT 11, ALSO BEING THE NORTHEAST CORNER OF SAID SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 26; THENCE S01°18'26"W ALONG THE EAST LINE OF SAID SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER, A DISTANCE OF 378.85 FEET; THENCE N87°46'34"W ALONG A LINE THAT IS PARALLEL WITH AND 378.80 FEET SOUTH OF SAID NORTH LINE OF THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER, A DISTANCE OF 345.90 FEET; THENCE S01°35'07"W, A DISTANCE OF 832.50 FEET TO A POINT ON THE NORTH RIGHT-OF-WAY LINE OF SAID U.S. INTERSTATE I-70; THENCE N81°26'03"W ALONG SAID NORTH RIGHT-OF-WAY LINE, A DISTANCE OF 37.38 FEET; THENCE N69°12'33"W CONTINUING ALONG SAID NORTH RIGHT-OF-WAY LINE, A DISTANCE OF 137.94 FEET; THENCE

S01°44'06"W, A DISTANCE OF 180.49 FEET TO A POINT ON THE CENTERLINE OF SAID U.S. INTERSTATE I-70; THENCE N81°26'03"W ALONG SAID CENTERLINE OF U.S. INTERSTATE I-70, A DISTANCE OF 818.40 FEET TO THE POINT OF BEGINNING.
THE DESIGNATED TIF-#2NE AREA DESCRIBED ABOVE CONTAINS 1,394,926 SQUARE FEET OR 32.0231 ACRES, MORE OR LESS.

FOR: CITY OF GRAIN VALLEY
ATTN: KEN MURPHY
CITY PLANNER
GRAIN VALLEY, MISSOURI 64029

BY:_____
ROLAND E. MCBRIDE, MO. PLS #2486
TRANSYSTEMS CORP., MO. LC #318
2400 PERSHING ROAD, SUITE 400
KANSAS CITY, MISSOURI 64108

AND

Lots 1, 15, 16, 17 and 18, The Breezeway Executive Business Park, a subdivision in Grain Valley, Jackson County, Missouri, according to the recorded plat thereof, as well as that portion of land thereon platted as right-of-way for Breezeway Drive.

Exhibit 2

Redevelopment Area Map

(as expanded by this Amended TIF Plan)

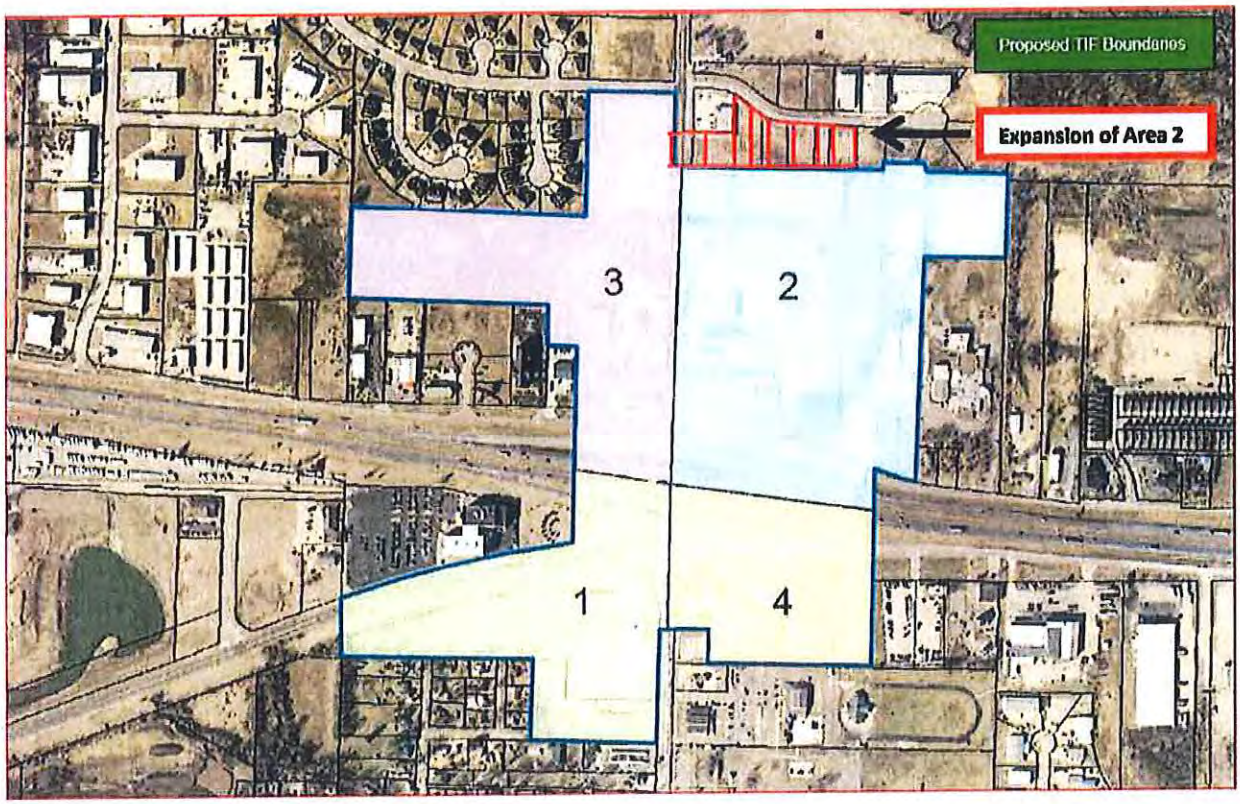

Exhibit 3A
Site Plan Map

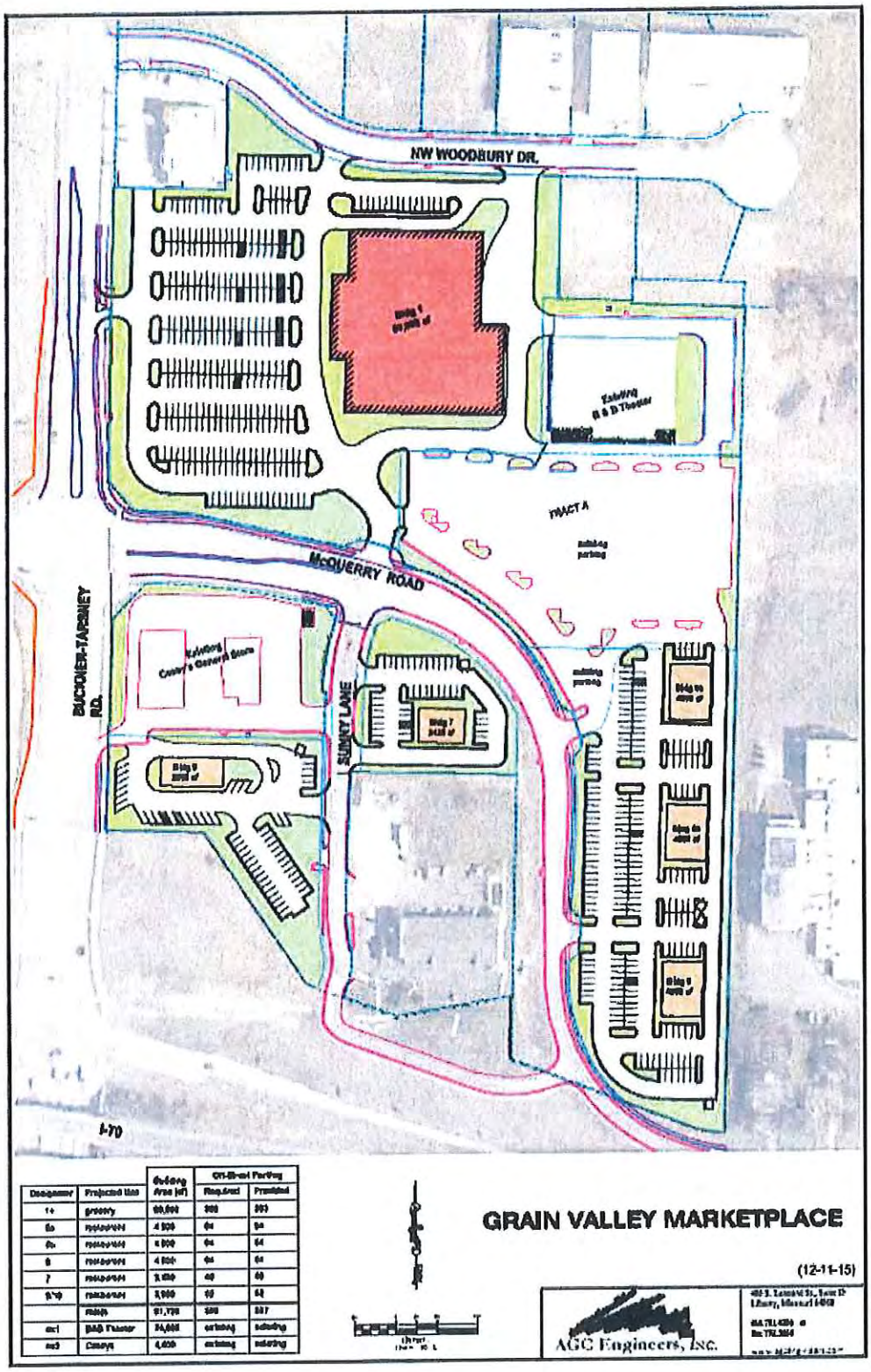

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Exhibit 5

Estimated Redevelopment Project Costs and

Reimbursable Project Costs for Redevelopment Project 2

Grain Valley Market Place Project Sources and Uses

Project Cost	Total	Projected TIF Reimbursed Costs	Developer Private Costs	Third Party Private Costs
Land Acquisition	**$2,680,000**	**$2,000,000**	**$680,000**	
Building Shell Costs	**$10,600,000**	**$1,500,000**	**$3,600,000**	**$5,500,000**
Site Construction Costs				
Unclassified Excavation	$350,000			
Embankment	$950,000			
Type 5 Base	$154,400			
Asphalt Pavement	$1,048,005			
Heavy Duty Pavement	$319,500			
Curb and Gutter	$233,168			
Storm Pipe	$134,200			
Existing Storm Removals	$10,000			
Roof Drains	$18,000			
Storm Manholes	$34,000			
Parking Lot Storm Inlets (CI)	$24,000			
Parking Lot Storm Inlets (AI)	$33,000			
Water Service Line	$2,760			
Water Service Bore	$725			
Water Main	$27,000			
Water Meter Vault	$3,500			
Fire Hydrant Assembly	$15,000			
Sanitary Service Line	$2,340			
Sampling Manhole	$3,000			
Grease Interceptor	$22,500			
Sidewalk ROW	$6,720			
Sidewalk	$77,616			

Retaining Walls	$88,000			
Underground Detention Breezeway	$64,000			
Detention Control Structures	$7,000			
Erosion Control Temporary	$75,500			
Seeding, Sodding	$8,800			
Parking Lot Pavement Marking	$33,400			
Landscaping and Irrigation	$166,000			
Parking Lot Lighting	$168,750			
Power Line Relocation	$360,000			
Dumpster Enclosures	$60,000			
Interior Signage (Stop and ADA)	$9,100			
SUBTOTALS	**$4,509,984**	**$1,250,000**	**$1,093,815**	**$2,166,169**

Furniture, Fixtures & Equipment	**$1,800,000**	**$0**	**$1,800,000**	**$0**

Hard Cost Contingency	**$755,499**	**$0**	**$372,191**	**$383,308**

Soft Costs				
Mobilization	$302,200	$0	$151,100	$151,100
Permits	$755,499	$0	$377,750	$377,750
Construction Staking	$100,000		$50,000	$50,000
Engineering Design	$755,499		$377,750	$377,750
Geo Tech	$302,200	$0	$151,100	$151,100
Commissions	$500,000		$400,000	$100,000
Legal & Accounting	$200,000		$100,000	$100,000
Architecture	$755,499		$377,750	$377,750
Soft Cost Contingency	$183,545	$0	$91,772	$91,772
SUBTOTALS	$3,854,442	**$0**	**$2,077,221**	**$1,777,221**

TOTAL PROJECT COSTS	**$24,199,925**	**$4,750,000**	**$9,623,227**	**$9,826,698**
		Projected TIF Reimbursed Costs	**Developer Private Costs**	**Third Party Private Costs**

TOTAL PROJECT COSTS W/ DEVELOPER'S SHARE OF NID COSTS	**$25,999,925**	**$6,550,000**	**$9,623,227**	**$9,826,698**
		Projected TIF Reimbursed Costs*	**Developer Private Costs**	**Third Party Private Costs**

*Projected TIF Reimbursed Costs (with NID costs) includes reimbursement of $1,800,000 in NID costs; however, a portion of the $1,800,000 in NID costs will be repaid with all available non-captured CID revenues.

** In addition to the Redevelopment Project Costs for Project 2 set forth above that are estimated to be incurred going forward, certain Redevelopment Project Costs set forth on Exhibit 4A to the Redevelopment Plan have been incurred prior to the adoption of this Amended TIF Plan. Of such costs, Two Million One Hundred Five Thousand Seven Hundred and Seventy-Three and No/100 Dollars ($2,105,773.00) have been paid for or reimbursed as Reimbursable Project Costs, plus interest, capitalized interest and Financing Costs and Seventy-Five Thousand and No/100 Dollars ($75,000.00) have been paid for or reimbursed as Reimbursable Project Costs to the City.

Exhibit 6B

Addendum to Existing Conditions Study

SEE ATTACHED

ADDENDUM TO ANALYSIS OF CONDITIONS REPRESENTING A BLIGHTED AREA

for the

GRAIN VALLEY MARKETPLACE TIF REDEVELOPMENT AREA

GRAIN VALLEY MARKETPLACE

TIF REDEVELOPMENT PLAN

January 8, 2016

Completed for the City of Grain Valley, Missouri

Tax Increment Financing Commission

Polsinelli PC

Development Analysis Department

ADDENDUM TO ANALYSIS OF

CONDITIONS REPRESENTING A BLIGHTED AREA

I. INTRODUCTION

The Grain Valley Marketplace Redevelopment Area (the "Redevelopment Area") was established as a Blighted Area by the Board of Aldermen of the City of Grain Valley, Missouri (the "City") on September 27, 2010 pursuant to the adoption of the Grain Valley Marketplace Redevelopment Plan ("Redevelopment Plan" or "TIF Plan"). The City is now considering adding additional property to the Redevelopment Area. Such additional property contributes to the blighted condition of the Redevelopment Area as a whole for the reasons described herein.

II. FACTUAL AND PROCEDURAL BACKGROUND

On September 27, 2010, the Board of Aldermen adopted Ordinance No. 2107, determining that the Redevelopment Project Areas (1 through 4 inclusive) constitute a Blighted Area. Based upon this conclusion the City approved the TIF Plan. The TIF Plan included an exhibit titled "Analysis of Conditions Representing a Blighted Area" (the "Original Blight Study"), which established that the Redevelopment Area was a blighted area according to the criteria set forth in the TIF Act. The Original Blight Study is incorporated here by reference as though set forth in full.

On December 9, 2013, the Board of Aldermen adopted an amendment to the TIF Plan (the "First Amendment") which altered the boundaries of Redevelopment Project Area 1 by splitting it into Redevelopment Project Area 1A and Redevelopment Project Area 1B, adjusted the exterior boundaries of the Redevelopment Area, and activated tax increment allocation financing for Redevelopment Project Area 1A.

III. ADDITION TO BLIGHTED AREA

Section 99.805(1) of the TIF Act describes a "blighted area" as an area which, by reason of the predominance of defective or inadequate street layout, unsanitary or unsafe conditions, deterioration of site improvements, improper subdivision or obsolete

platting, or the existence of conditions which endanger life or property by fire and other causes, or any combination of such factors, retards the provision of housing accommodations or constitutes an economic or social liability or a menace to the public health, safety, morals, or welfare in its present condition and use.

The City is now considering the Second Amendment to the TIF Plan (the "Second Amendment"), which proposes, among other components, to amend the boundaries of Redevelopment Project Area 2 and correspondingly amend the boundaries of the Redevelopment Area. Such amendment will add property to the Redevelopment Area which is situated directly north of Redevelopment Project Area 2 (the "Additional Property"), as legally described on Exhibit A and as depicted on Exhibit B.

The Additional Property contributes to the blighted condition of the Redevelopment Area as a whole. The Additional Property is directly related to the original Redevelopment Area in geographic proximity, character, and impact from the blighting factors described in the Original Blight Study. In addition, the Additional Property suffers from obsolete platting which has contributed to the lack of economic growth of the area resulting in an economic liability to the City.

IV. PREDOMINANCE OF BLIGHT

The Additional Property is geographically proximate to the original Redevelopment Area and is impacted by the blight factors described in the Original Blight Study. The Additional Property also contributes an additional component of blight due to its obsolete platting.

The Additional Property has experienced substantial development stagnation. The Additional Property was platted (along with additional adjacent property) by the City in September 2003 for development as a business and office park called the "Breezeway Exclusive Business Park" ("Breezeway"). Breezeway was anticipated to be composed of 20 lots, 3 fronting Buckner Tarsney Road zoned commercial and 15 lots extending east zoned for light industrial use. More than a decade later, minimal development within the business park has occurred, which has precluded the anticipated economic growth, job creation, and enhanced tax base associated with Breezeway.

Given Breezeway's failed development concept, the Breezeway plat of the Additional Property is obsolete. The obsolete and undeveloped platted lots on the Additional Property represent a liability to the economic vitality of the City. As established by the Original Blight Study for the Redevelopment Area as a whole, the Additional Property suffers from lack of investment and economic underutilization. As documented in the City's Comprehensive Plan, the City suffers from a lack of sufficient commercial development, the result of which is less than desirable property and economic activity tax revenues.

The Redevelopment Area and the Additional Property are located at a critical intersection within the City for purposes of commercial development. The ongoing underutilization due to blight factors set forth in the Original Blight Study and the obsolete platting discussed above serve only to suppress the tax base available for public services. These issues also exacerbate the City's long-time concerns about the lack of sufficient commercial uses for its residents and absence of corresponding job creation. As established in the Original Blight Study, without comprehensive redevelopment of the Redevelopment Area (including the Additional Property), the physical condition of the property will continue to remain unproductive.

V. CONCLUSION

The Additional Area contributes to the blighted condition of the Redevelopment Area as a whole. In addition to the impacts of the other blight factors set forth in the Original Blight Study, the Additional Area's obsolete platting, which has kept the Additional Property undeveloped and underutilized, creates an economic liability to the City. As a result, the Additional Area and the Redevelopment Area as a whole qualify as blighted area pursuant to the TIF Act.

Exhibit A

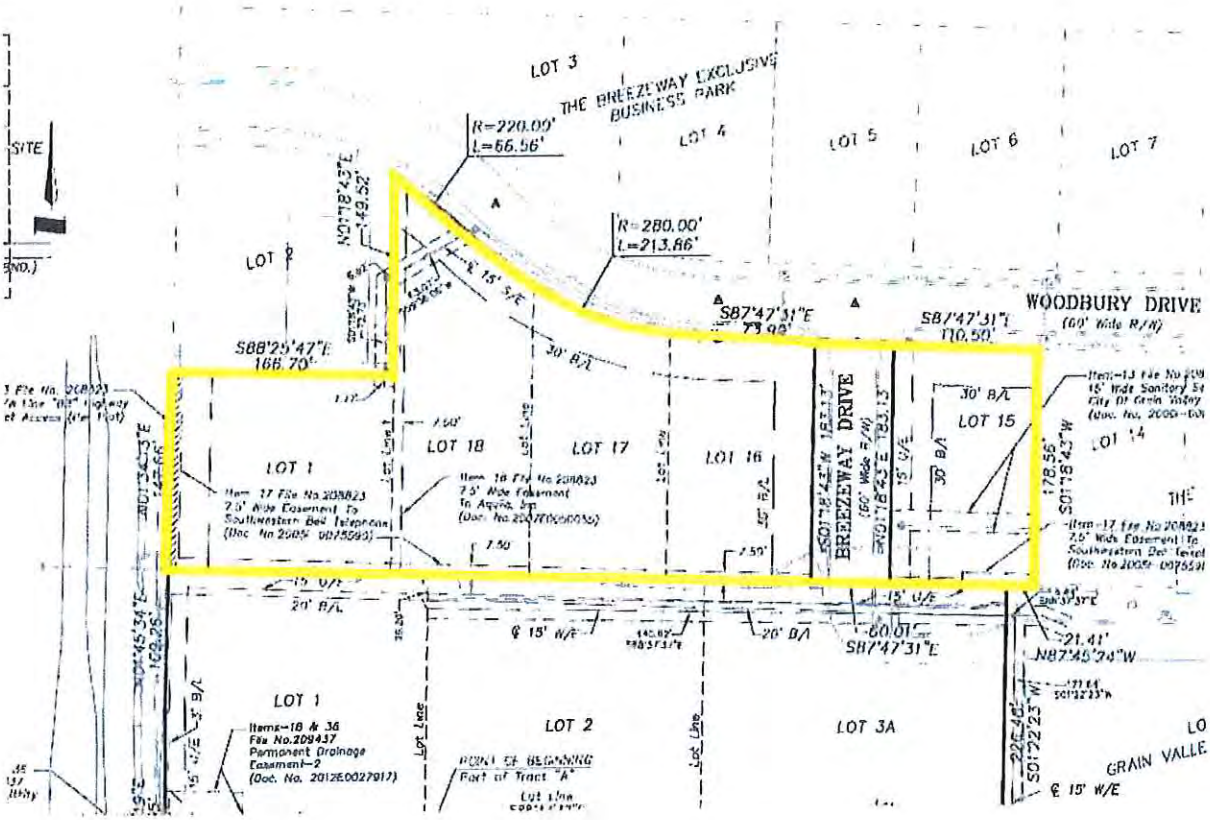
Legal Description of Additional Area

Lots 1, 15, 16, 17 and 18, The Breezeway Executive Business Park, a subdivision in Grain Valley, Jackson County, Missouri, according to the recorded plat thereof, as well as that portion of land thereon platted as right-of-way for Breezeway Drive.

Exhibit B

Depiction of Additional Area and Redevelopment Area

ADDITIONAL AREA



REDEVELOPMENT AREA (INCLUDING ADDITIONAL AREA)

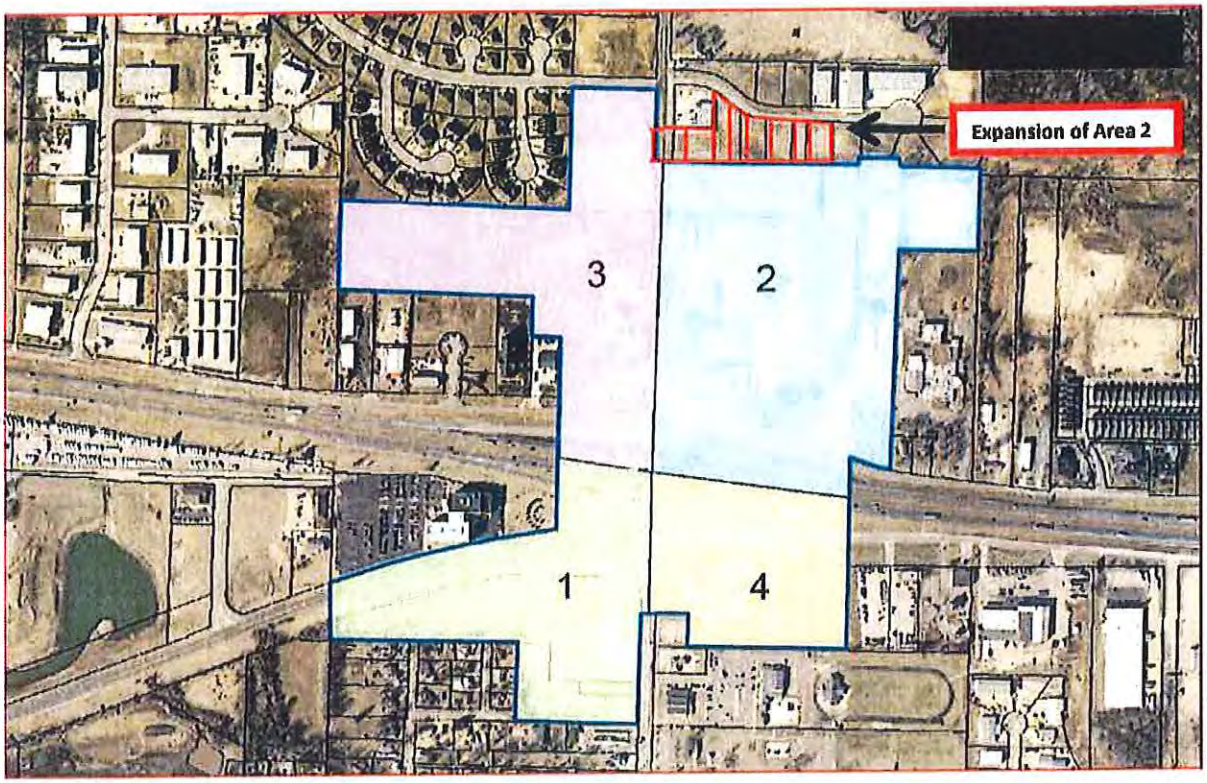


Exhibit 7A

Commitment to Finance – Redevelopment Project 2

BANK LIBERTY 9200 N.E. Barry Road • Kansas City, MO 64157-1209 • 816.407.9200 • bankliberty kc.com

7 January 2016

Mr. Curtis J Petersen
Polsinelli PC
900 W. 48th Place, Suite 900
Kansas City, Missouri 64112

Dear Mr. Petersen:

Star Development Corporation (and its affiliates, including Timothy D. Harris and Star Acquisitions, LLC) has a longstanding relationship with BankLiberty and this Loan Officer, which has included financing for numerous substantial projects spanning roughly the past fifteen years.

We are familiar with Tax Increment Financing and Community Improvement District financing, and have provided loans to projects relying on such financing before. We are also familiar with the general site plan and general financing requirements for the project to be located along I-70 and South Buckner Tarsney Road in Grain Valley, Missouri.

The Bank would be willing to finance this project, subject to the usual underwriting, caveats, Loan Committee and Board approval. Should there be any questions or need for additional information, please do not hesitate to contact me at 816-447-3471.

Respectfully,

Robert Parks
Market President

Exhibit 8A
Revenue Projections
Project Area 2

2015 Ad Valorem Levy Rates Subject to TIF			
Taxing District	*Rate*	*Captured*	
Grain Valley RS School District	5.4612%	5.4612%	53%
City of Grain Valley	1.7294%	1.7294%	17%
Central Jackson County Fire	1.1731%	0.5804%	11%
Jackson County	0.4956%	0.4956%	5%
Jackson County Disabled/Mental Health	0.1936%	0.1936%	2%
Library	0.3146%	0.3146%	3%
Missouri Blind Pension (not subject to TIF capture)	0.0300%	0.0000%	0%
M&M Replacement Tax (not subject to TIF capture)	0.9300%	0.0000%	9%
TOTAL	10.3275%	8.7748%	100%

2015 Sales Tax Rates Subject to TIF		
Taxing District	*Rate*	*After 4/2018*
Jackson County	0.750%	0.500%
County - CJCFPD	0.500%	0.500%
County - stadium	0.375%	0.375%
City - General Tax	1.000%	1.000%
City - Cap Improv Tax	0.500%	0.500%
City - Parks & Rec	0.500%	0.500%
City - Transportation Tax	0.500%	0.500%
Zoo Tax	0.125%	0.125%
State	4.225%	4.225%
CID	1.000%	1.000%
*ELIGIBLE^*	4.875%	4.625%
TOTAL CAPTURED (50%)	2.4375%	2.3125%

^TIF does not capture stadium or state sales tax

PILOTs ASSUMPTIONS			
Market Value After Redevelopment		$	11,495,250
Assessed Value @	32%	$	3,678,480
Biennial Growth			2.0%
Base Assessed Value		$	657,636

EATs ASSUMPTIONS		
Gross Taxable Sales	$	26,939,000
Base Taxable Sales	$	542,315
Projected Increment subject to capture by TIF	$	26,396,685
Annual Growth (after stabilization)		1.50%

CID ASSUMPTIONS	
CID Retail Sales Tax	1.00%

ANNUAL GROWTH			
TIF Year	Calendar Year	Assessed Value	Taxable Sales
1	2011		
2	2012		
3	2013		
4	2014		
5	2015		
6	2016		
7	2017	1,958,400	23,540,000
8	2018	2,551,728	26,122,100
9	2019	2,883,563	27,683,932
10	2020	2,883,563	28,099,190
11	2021	2,941,234	28,520,678
12	2022	2,941,234	28,948,489
13	2023	3,000,058	29,382,716
14	2024	3,000,058	29,823,457
15	2025	3,060,060	30,270,808
16	2026	3,060,060	30,724,871
17	2027	3,121,261	31,185,744
18	2028	3,121,261	31,653,530
19	2029	3,183,686	32,128,333
20	2030	3,183,686	32,610,258
21	2031	3,247,360	33,099,412
22	2032	3,247,360	33,595,903
23	2033	3,312,307	34,099,841

TIF REVENUES				
Year	PILOTs	EATs	CID (TIF Captured)	TOTAL
2011	-	-	-	-
2012	-	-	-	-
2013	-	14,561	6,048	20,608
2014	-	41,903	12,447	54,350
2015	50,040	66,304	20,500	136,844
2016	50,040	66,304	20,500	136,844
2017	51,041	432,213	114,169	597,423
2018	112,997	457,478	126,692	697,168
2019	164,540	477,184	134,267	775,990
2020	193,366	484,484	136,281	814,132
2021	193,366	491,895	138,325	823,586
2022	198,376	499,416	140,400	838,192
2023	198,376	507,050	142,506	847,933
2024	203,486	514,799	144,644	862,929
2025	203,486	522,664	146,813	872,964
2026	208,699	530,647	149,016	888,361
2027	208,699	538,750	151,251	898,699
2028	214,015	546,974	153,520	914,509
2029	214,015	555,322	155,822	925,159
2030	219,438	563,795	158,160	941,392
2031	219,438	572,394	160,532	952,365
2032	224,969	581,123	162,940	969,033
2033	224,969	589,983	165,384	980,337
TOTAL	$ 3,319,825	$ 8,783,586	$ 2,464,011	$ 14,948,819

Note: PILOTS Projections reflect timing of Developer's anticipated receipt of revenues (i.e. PILOTS collected Q4 any given year received Q1 the following year)

Note: Sales Taxes reduced by 3% (1% State Fee + 2% Early Payment); PILOTS reduced by 1%

CID REVENUES
TOTAL (Non-TIF Captured)
-
-
6,048
12,447
20,500
20,500
114,169
126,692
134,267
136,281
138,325
140,400
142,506
144,644
146,813
149,016
151,251
153,520
155,822
158,160
160,532
162,940
165,384
$ 2,464,011

BASE ASSESSED VALUE (BEFORE DEVELOPMENT OF THE PROJECT)

BASE MARKET VALUE	$2,056,229
BASE ASSESSED VALUE	$657,636

PROJECTED ASSSESSED VALUE AND SALES REVENUE (AFTER DEVELOPMENT OF THE PROJECT)

AD VALOREM ASSUMPTIONS

TOTAL APPRAISED VALUE	$11,495,250
TOTAL ASSESSED VALUE	$3,678,480

SALES

BASE SALES	$542,315

Projected Sales:	SF	Sales / SF	Total Sales	Sales Begin	Pad Sale	Pad Sale Year
Grocery Store	60,000	$ 300	$ 18,000,000	2017		
B&B Theatre	24,000	$ 75	$ 1,800,000	2013		
5A Rest	4,800	$ 300	$ 1,440,000	2017	$ 500,000	2016
5B Rest	4,800	$ 250	$ 1,200,000	2017	$ 800,000	2016
6 Rest	4,800	$ 250	$ 1,200,000	2018	$ 800,000	2017
7 Rest	3,430	$ 300	$ 1,029,000	2018	$ 500,000	2017
8 Caseys	4,400	$ 250	$ 1,100,000	2013		
9 Rest	3,900	$ 300	$ 1,170,000	2019	$ 500,000	2018
Existing Hotel	NA	NA	NA			
TOTALS	110,130		$ 26,939,000		$ 3,100,000	

TIF REVENUE PROJECTIONS

		TIF CAPTURED R/P TAX LEVY	0.0877475
NPV DISCOUNT RATE	6.00%	ANNUAL SALES GROWTH	1.50%
		BIENNIAL R/P GROWTH	2.00%

BASE ASSESSED VALUATION

Parcel	Acres	Appraised Value	Assessed Value
Original Redevelopment Area 2		$ 2,054,444	$ 657,422
Additional land (2016)		$ 1,785	$ 214
TOTAL:		**$ 2,056,229**	**$ 657,636**

ESTIMATED POST-CONSTRUCTION ASSESSED VALUATION

	SF	Appraised Value PSF	Appraised Value	Assessed Value	Placed on Tax Rolls
Grocery Store	60,000	$ 70.00	$ 4,200,000	$ 1,344,000	2017
B&B Theatre	24,000	$ 96.46	$ 2,315,000	$ 740,800	2014
5A Rest	4,800	$ 200.00	$ 960,000	$ 307,200	2017
5B Rest	4,800	$ 200.00	$ 960,000	$ 307,200	2017
6 Rest	4,800	$ 200.00	$ 960,000	$ 307,200	2018
7 Rest	3,430	$ 225.00	$ 771,750	$ 246,960	2018
8 Caseys	4,400	$ 102.50	$ 451,000	$ 144,320	2014
9 Rest	3,900	$ 225.00	$ 877,500	$ 280,800	2019
Existing Hotel	NA	NA	NA	NA	NA
TOTAL:	**110,130**		**$ 11,495,250**	**$ 3,678,480**	

Assessment Rates

Commercial 32.00%

Square feet to be built 81,730

Exhibit 11A

Cost-Benefit Analysis

Project Area 2

SEE ATTACHED

GRAIN VALLEY, MISSOURI
TAX INCREMENT FINANCING PLAN
SUMMARY - COST BENEFIT ANALYSIS

Taxing Jurisdiction	New Real Property Tax	New Sales Tax	Total Benefit	Net Present Value*
Grain Valley R5 School District	$ -	$ -	$ -	$ -
City of Grain Valley	$ -	$ 6,278,374	$ 6,278,374	$ 2,658,292
Central Jackson County Fire	$ 231,787	$ -	$ 231,787	$ 122,999
Jackson County	$ -	$ 4,394,862	$ 4,394,862	$ 1,860,804
Jackson County Disabled/Mental Health	$ -	$ -	$ -	$ -
Library	$ -	$ -	$ -	$ -
Zoo	$ -	$ 313,919	$ 313,919	$ 132,915
Missouri Blind Pension	$ 11,859	$ -	$ 11,859	$ 2,427
M&M Replacement Tax	$ 367,629	$ -	$ 367,629	$ 154,559
State	$ -	$ 21,220,903	$ 21,220,903	$ 8,985,027
TOTAL:	**$ 611,275**	**$ 32,208,058**	**$ 32,819,333**	**$ 13,917,024**

*Net Present Value discount rate is 6%

GRAIN VALLEY, MISSOURI
TAX INCREMENT FINANCING PLAN
COST BENEFIT ANALYSIS (SCHOOL DISTRICT)

TIF YEAR	CALENDAR YEAR	WITH REDEVELOPMENT AD VALOREM TAXES	WITHOUT REDEVELOPMENT AD VALOREM TAXES
1	2011	$ 35,903	$ 35,903
2	2012	$ 35,903	$ 35,903
3	2013	$ 35,903	$ 35,903
4	2014	$ 35,903	$ 35,903
5	2015	$ 35,903	$ 35,903
6	2016	$ 35,915	$ 35,915
7	2017	$ 35,915	$ 35,915
8	2018	$ 35,915	$ 35,915
9	2019	$ 35,915	$ 35,915
10	2020	$ 35,915	$ 35,915
11	2021	$ 35,915	$ 35,915
12	2022	$ 35,915	$ 35,915
13	2023	$ 35,915	$ 35,915
14	2024	$ 35,915	$ 35,915
15	2025	$ 35,915	$ 35,915
16	2026	$ 35,915	$ 35,915
17	2027	$ 35,915	$ 35,915
18	2028	$ 35,915	$ 35,915
19	2029	$ 35,915	$ 35,915
20	2030	$ 35,915	$ 35,915
21	2031	$ 35,915	$ 35,915
22	2032	$ 35,915	$ 35,915
23	2033	$ 35,915	$ 35,915
TOTAL		$ 825,982	$ 825,982
NPV		$441,824	$441,824

		Real Property Taxes
Benefit to Taxing Jurisdiction	$	-
Net Present Value	$	-

GRAIN VALLEY, MISSOURI
TAX INCREMENT FINANCING PLAN
COST BENEFIT ANALYSIS (CITY OF GRAIN VALLEY)

TIF YEAR	CALENDAR YEAR	WITH REDEVELOPMENT			WITHOUT REDEVELOPMENT			
		AD VALOREM TAXES	SALES TAX	TOTAL BENEFIT	AD VALOREM TAXES	SALES TAX	TOTAL BENEFIT	
1	2011	$ 11,369	$ 13,558	$ 24,927	$ 11,369	$ 13,558	$ 24,927	
2	2012	$ 11,369	$ 13,558	$ 24,927	$ 11,369	$ 13,558	$ 24,927	
3	2013	$ 11,369	$ 13,558	$ 24,927	$ 11,369	$ 13,558	$ 24,927	
4	2014	$ 11,369	$ 13,558	$ 24,927	$ 11,369	$ 13,558	$ 24,927	
5	2015	$ 11,369	$ 13,558	$ 24,927	$ 11,369	$ 13,558	$ 24,927	
6	2016	$ 11,373	$ 13,558	$ 24,931	$ 11,373	$ 13,558	$ 24,931	Expand Redevelopment Area 2
7	2017	$ 11,373	$ 301,029	$ 312,402	$ 11,373	$ 13,558	$ 24,931	
8	2018	$ 11,373	$ 333,305	$ 344,678	$ 11,373	$ 13,558	$ 24,931	
9	2019	$ 11,373	$ 352,828	$ 364,201	$ 11,373	$ 13,558	$ 24,931	
10	2020	$ 11,373	$ 358,019	$ 369,392	$ 11,373	$ 13,558	$ 24,931	
11	2021	$ 11,373	$ 363,287	$ 374,661	$ 11,373	$ 13,558	$ 24,931	
12	2022	$ 11,373	$ 368,635	$ 380,008	$ 11,373	$ 13,558	$ 24,931	
13	2023	$ 11,373	$ 374,063	$ 385,436	$ 11,373	$ 13,558	$ 24,931	
14	2024	$ 11,373	$ 379,572	$ 390,945	$ 11,373	$ 13,558	$ 24,931	
15	2025	$ 11,373	$ 385,164	$ 396,537	$ 11,373	$ 13,558	$ 24,931	
16	2026	$ 11,373	$ 390,840	$ 402,213	$ 11,373	$ 13,558	$ 24,931	
17	2027	$ 11,373	$ 396,601	$ 407,974	$ 11,373	$ 13,558	$ 24,931	
18	2028	$ 11,373	$ 402,448	$ 413,821	$ 11,373	$ 13,558	$ 24,931	
19	2029	$ 11,373	$ 408,383	$ 419,756	$ 11,373	$ 13,558	$ 24,931	
20	2030	$ 11,373	$ 414,407	$ 425,780	$ 11,373	$ 13,558	$ 24,931	
21	2031	$ 11,373	$ 420,522	$ 431,895	$ 11,373	$ 13,558	$ 24,931	
22	2032	$ 11,373	$ 426,728	$ 438,101	$ 11,373	$ 13,558	$ 24,931	
23	2033	$ 11,373	$ 433,027	$ 444,400	$ 11,373	$ 13,558	$ 24,931	
TOTAL		$ 261,564	$ 6,590,205	$ 6,851,769	$ 261,564	$ 311,831	$ 573,395	
NPV		$139,913	$2,825,100	$2,965,012	$139,913	$166,808	$306,720	

	Real Property Taxes	Sales Taxes	Total Taxes
Benefit to Taxing Jurisdiction	$ -	$ 6,278,374	$ 6,278,374
Net Present Value	$ -	$ 2,658,292	$ 2,658,292

GRAIN VALLEY, MISSOURI
TAX INCREMENT FINANCING PLAN
COST BENEFIT ANALYSIS (CENTRAL JACKSON COUNTY FIRE)

TIF YEAR	CALENDAR YEAR	WITH REDEVELOPMENT AD VALOREM TAXES	WITHOUT REDEVELOPMENT AD VALOREM TAXES
1	2011	$ 7,712	$ 7,712
2	2012	$ 7,712	$ 7,712
3	2013	$ 7,712	$ 7,712
4	2014	$ 7,712	$ 7,712
5	2015	$ 7,712	$ 7,712
6	2016	$ 7,715	$ 7,715
7	2017	$ 15,344	$ 7,715
8	2018	$ 18,825	$ 7,715
9	2019	$ 20,771	$ 7,715
10	2020	$ 20,771	$ 7,715
11	2021	$ 21,109	$ 7,715
12	2022	$ 21,109	$ 7,715
13	2023	$ 21,454	$ 7,715
14	2024	$ 21,454	$ 7,715
15	2025	$ 21,806	$ 7,715
16	2026	$ 21,806	$ 7,715
17	2027	$ 22,165	$ 7,715
18	2028	$ 22,165	$ 7,715
19	2029	$ 22,531	$ 7,715
20	2030	$ 22,531	$ 7,715
21	2031	$ 22,905	$ 7,715
22	2032	$ 22,905	$ 7,715
23	2033	$ 23,286	$ 7,715
TOTAL		**$ 378,365**	**$ 146,577**
NPV		**$209,079**	**$86,079**

		Real Property Taxes
Benefit to Taxing Jurisdiction	**$**	**231,787**
Net Present Value	$	122,999

GRAIN VALLEY, MISSOURI
TAX INCREMENTAL FINANCING PLAN
COST BENEFIT ANALYSIS (JACKSON COUNTY)

TIF YEAR	CALENDAR YEAR	WITH REDEVELOPMENT			WITHOUT REDEVELOPMENT		
		AD VALOREM TAXES	SALES TAX	TOTAL BENEFIT	AD VALOREM TAXES	SALES TAX	TOTAL BENEFIT
1	2011	$ 3,258	$ 8,813	$ 12,071	$ 3,258	$ 8,813	$ 12,071
2	2012	$ 3,258	$ 8,813	$ 12,071	$ 3,258	$ 8,813	$ 12,071
3	2013	$ 3,258	$ 8,813	$ 12,071	$ 3,258	$ 8,813	$ 12,071
4	2014	$ 3,258	$ 8,813	$ 12,071	$ 3,258	$ 8,813	$ 12,071
5	2015	$ 3,258	$ 8,813	$ 12,071	$ 3,258	$ 8,813	$ 12,071
6	2016	$ 3,259	$ 8,813	$ 12,072	$ 3,259	$ 8,813	$ 12,072
7	2017	$ 3,259	$ 208,687	$ 211,946	$ 3,259	$ 7,457	$ 10,716
8	2018	$ 3,259	$ 231,280	$ 234,539	$ 3,259	$ 7,457	$ 10,716
9	2019	$ 3,259	$ 244,946	$ 248,205	$ 3,259	$ 7,457	$ 10,716
10	2020	$ 3,259	$ 248,579	$ 251,839	$ 3,259	$ 7,457	$ 10,716
11	2021	$ 3,259	$ 252,268	$ 255,527	$ 3,259	$ 7,457	$ 10,716
12	2022	$ 3,259	$ 256,011	$ 259,270	$ 3,259	$ 7,457	$ 10,716
13	2023	$ 3,259	$ 259,810	$ 263,070	$ 3,259	$ 7,457	$ 10,716
14	2024	$ 3,259	$ 263,667	$ 266,926	$ 3,259	$ 7,457	$ 10,716
15	2025	$ 3,259	$ 267,581	$ 270,840	$ 3,259	$ 7,457	$ 10,716
16	2026	$ 3,259	$ 271,554	$ 274,813	$ 3,259	$ 7,457	$ 10,716
17	2027	$ 3,259	$ 275,587	$ 278,846	$ 3,259	$ 7,457	$ 10,716
18	2028	$ 3,259	$ 279,680	$ 282,939	$ 3,259	$ 7,457	$ 10,716
19	2029	$ 3,259	$ 283,834	$ 287,094	$ 3,259	$ 7,457	$ 10,716
20	2030	$ 3,259	$ 288,051	$ 291,311	$ 3,259	$ 7,457	$ 10,716
21	2031	$ 3,259	$ 292,331	$ 295,591	$ 3,259	$ 7,457	$ 10,716
22	2032	$ 3,259	$ 296,676	$ 299,935	$ 3,259	$ 7,457	$ 10,716
23	2033	$ 3,259	$ 301,085	$ 304,344	$ 3,259	$ 7,457	$ 10,716
TOTAL		$ 74,957	$ 4,574,504	$ 4,649,461	$ 74,957	$ 179,642	$ 254,599
NPV		$40,095	$1,959,216	$1,999,311	$40,095	$98,411	$138,506

		Real Property Taxes	Sales Taxes	Total Taxes
Benefit to Taxing Jurisdiction		**$ -**	**$ 4,394,862**	**$ 4,394,862**
	Net Present Value	$ -	$ 1,860,804	$ 1,860,804

50830482.5

GRAIN VALLEY, MISSOURI
TAX INCREMENT FINANCING PLAN
COST BENEFIT ANALYSIS (COUNTY DISABLED/MENTAL HEALTH)

TIF YEAR	CALENDAR YEAR	WITH REDEVELOPMENT AD VALOREM TAXES	WITHOUT REDEVELOPMENT AD VALOREM TAXES
1	2011	$ 1,273	$ 1,273
2	2012	$ 1,273	$ 1,273
3	2013	$ 1,273	$ 1,273
4	2014	$ 1,273	$ 1,273
5	2015	$ 1,273	$ 1,273
6	2016	$ 1,273	$ 1,273
7	2017	$ 1,273	$ 1,273
8	2018	$ 1,273	$ 1,273
9	2019	$ 1,273	$ 1,273
10	2020	$ 1,273	$ 1,273
11	2021	$ 1,273	$ 1,273
12	2022	$ 1,273	$ 1,273
13	2023	$ 1,273	$ 1,273
14	2024	$ 1,273	$ 1,273
15	2025	$ 1,273	$ 1,273
16	2026	$ 1,273	$ 1,273
17	2027	$ 1,273	$ 1,273
18	2028	$ 1,273	$ 1,273
19	2029	$ 1,273	$ 1,273
20	2030	$ 1,273	$ 1,273
21	2031	$ 1,273	$ 1,273
22	2032	$ 1,273	$ 1,273
23	2033	$ 1,273	$ 1,273
TOTAL		$ 29,281	$ 29,281
NPV		$15,663	$15,663

		Real Property Taxes
Benefit to Taxing Jurisdiction	$	-
Net Present Value	$	-

GRAIN VALLEY, MISSOURI
TAX INCREMENT FINANCING PLAN
COST BENEFIT ANALYSIS (LIBRARY)

TIF YEAR	CALENDAR YEAR	WITH REDEVELOPMENT AD VALOREM TAXES	WITHOUT REDEVELOPMENT AD VALOREM TAXES
1	2011	$ 2,068	$ 2,068
2	2012	$ 2,068	$ 2,068
3	2013	$ 2,068	$ 2,068
4	2014	$ 2,068	$ 2,068
5	2015	$ 2,068	$ 2,068
6	2016	$ 2,069	$ 2,069
7	2017	$ 2,069	$ 2,069
8	2018	$ 2,069	$ 2,069
9	2019	$ 2,069	$ 2,069
10	2020	$ 2,069	$ 2,069
11	2021	$ 2,069	$ 2,069
12	2022	$ 2,069	$ 2,069
13	2023	$ 2,069	$ 2,069
14	2024	$ 2,069	$ 2,069
15	2025	$ 2,069	$ 2,069
16	2026	$ 2,069	$ 2,069
17	2027	$ 2,069	$ 2,069
18	2028	$ 2,069	$ 2,069
19	2029	$ 2,069	$ 2,069
20	2030	$ 2,069	$ 2,069
21	2031	$ 2,069	$ 2,069
22	2032	$ 2,069	$ 2,069
23	2033	$ 2,069	$ 2,069
TOTAL		$ 47,582	$ 47,582
NPV		$25,452	$25,452

		Real Property Taxes
Benefit to Taxing Jurisdiction	$	-
Net Present Value	$	-

GRAIN VAL' MISSOURI
TAX INCREMENT FINANCING PLAN
COST BENEFIT ANALYSIS (ZOO)

TIF YEAR	CALENDAR YEAR	WITH REDEVELOPMENT	WITHOUT REDEVELOPMENT	
		SALES TAX	SALES TAX	
1	2011	$ -	$ -	zoo tax not levied until 2012
2	2012	$ 678	$ 678	
3	2013	$ 678	$ 678	
4	2014	$ 678	$ 678	
5	2015	$ 678	$ 678	
6	2016	$ 678	$ 678	Expand Redevelopment Area 2
7	2017	$ 15,051	$ 678	
8	2018	$ 16,665	$ 678	
9	2019	$ 17,641	$ 678	
10	2020	$ 17,901	$ 678	
11	2021	$ 18,164	$ 678	
12	2022	$ 18,432	$ 678	
13	2023	$ 18,703	$ 678	
14	2024	$ 18,979	$ 678	
15	2025	$ 19,258	$ 678	
16	2026	$ 19,542	$ 678	
17	2027	$ 19,830	$ 678	
18	2028	$ 20,122	$ 678	
19	2029	$ 20,419	$ 678	
20	2030	$ 20,720	$ 678	
21	2031	$ 21,026	$ 678	
22	2032	$ 21,336	$ 678	
23	2033	$ 21,651	$ 678	
TOTAL		$ 328,832	$ 14,914	
NPV		$140,615	$7,701	

		Sales Taxes
Benefit to Taxing Jurisdiction	**$**	**313,919**
Net Present Value		**$132,915**

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GRAIN VALLEY, MISSOURI
TAX INCREMENT FINANCING PLAN
COST BENEFIT ANALYSIS (MO BLIND PENSION)

TIF YEAR	CALENDAR YEAR	WITH REDEVELOPMENT AD VALOREM TAXES	WITHOUT REDEVELOPMENT AD VALOREM TAXES
1	2011	$ 197	$ 197
2	2012	$ 197	$ 197
3	2013	$ 197	$ 197
4	2014	$ 197	$ 197
5	2015	$ 197	$ 197
6	2016	$ 201	$ 197
7	2017	$ 588	$ 197
8	2018	$ 766	$ 197
9	2019	$ 865	$ 197
10	2020	$ 865	$ 197
11	2021	$ 882	$ 197
12	2022	$ 882	$ 197
13	2023	$ 900	$ 197
14	2024	$ 900	$ 197
15	2025	$ 918	$ 197
16	2026	$ 918	$ 197
17	2027	$ 936	$ 197
18	2028	$ 936	$ 197
19	2029	$ 955	$ 197
20	2030	$ 955	$ 197
21	2031	$ 974	$ 197
22	2032	$ 974	$ 197
23	2033	$ 994	$ 197
TOTAL		$ 16,396	$ 4,537
NPV		$7,413	$2,427

		Real Property Taxes
Benefit to Taxing Jurisdiction	**$**	**11,859**
Net Present Value	$	4,986

GRAIN VALLEY, MISSOURI
TAX INCREMENT FINANCING PLAN
COST BENEFIT ANALYSIS (REPLACEMENT TAX)

TIF YEAR	CALENDAR YEAR	WITH REDEVELOPMENT AD VALOREM TAXES	WITHOUT REDEVELOPMENT AD VALOREM TAXES
1	2011	$ 6,114	$ 6,114
2	2012	$ 6,114	$ 6,114
3	2013	$ 6,114	$ 6,114
4	2014	$ 6,114	$ 6,114
5	2015	$ 6,114	$ 6,114
6	2016	$ 6,236	$ 6,116
7	2017	$ 18,213	$ 6,116
8	2018	$ 23,731	$ 6,116
9	2019	$ 26,817	$ 6,116
10	2020	$ 26,817	$ 6,116
11	2021	$ 27,353	$ 6,116
12	2022	$ 27,353	$ 6,116
13	2023	$ 27,901	$ 6,116
14	2024	$ 27,901	$ 6,116
15	2025	$ 28,459	$ 6,116
16	2026	$ 28,459	$ 6,116
17	2027	$ 29,028	$ 6,116
18	2028	$ 29,028	$ 6,116
19	2029	$ 29,608	$ 6,116
20	2030	$ 29,608	$ 6,116
21	2031	$ 30,200	$ 6,116
22	2032	$ 30,200	$ 6,116
23	2033	$ 30,804	$ 6,116
TOTAL		$ 508,287	$ 140,658
NPV		$229,799	$75,239

		Real Property Taxes
Benefit to Taxing Jurisdiction	$	**367,629**
Net Present Value	$	154,559

GRAIN VALLEY, MISSOURI
TAX INCREMENT FINANCING PLAN
COST BENEFIT ANALYSIS (STATE OF MISSOURI)

TIF YEAR	CALENDAR YEAR	WITH REDEVELOPMENT SALES TAXES	WITHOUT REDEVELOPMENT SALES TAXES
1	2011	$ 22,913	$ 22,913
2	2012	$ 22,913	$ 22,913
3	2013	$ 22,913	$ 22,913
4	2014	$ 22,913	$ 22,913
5	2015	$ 22,913	$ 22,913
6	2016	$ 22,913	$ 22,913
7	2017	$ 994,565	$ 22,913
8	2018	$ 1,103,659	$ 22,913
9	2019	$ 1,169,646	$ 22,913
10	2020	$ 1,187,191	$ 22,913
11	2021	$ 1,204,999	$ 22,913
12	2022	$ 1,223,074	$ 22,913
13	2023	$ 1,241,420	$ 22,913
14	2024	$ 1,260,041	$ 22,913
15	2025	$ 1,278,942	$ 22,913
16	2026	$ 1,298,126	$ 22,913
17	2027	$ 1,317,598	$ 22,913
18	2028	$ 1,337,362	$ 22,913
19	2029	$ 1,357,422	$ 22,913
20	2030	$ 1,377,783	$ 22,913
21	2031	$ 1,398,450	$ 22,913
22	2032	$ 1,419,427	$ 22,913
23	2033	$ 1,440,718	$ 22,913
TOTAL		$ 21,747,898	$ 526,995
NPV		$9,266,932	$281,905

		Real Property Taxes
Benefit to Taxing Jurisdiction	$	**21,220,903**
Net Present Value	$	8,985,027

Exhibit 12A

Developer Affidavit-STAR Acquisitions, Inc.

Project Area 2

AFFIDAVIT

STATE OF Missouri)

) **SS**

COUNTY OF Clay)

COMES NOW, Timothy D. Harris, and being first duly sworn, on his oath states:

1. I am over the age of eighteen (18) and competent to testify to the following matters of my own knowledge and belief and am duly authorized to testify on behalf of STAR Acquisitions, Inc., a Missouri corporation.

2. I am an agent for, and President of, STAR Acquisitions, Inc., and am providing this Affidavit on behalf of STAR Acquisitions, Inc.

3. STAR Acquisitions, Inc. is the proposed developer for the redevelopment project described in the Tax Increment Financing Plan ("TIF Plan") relating to the development of real property generally located in the northeast quadrant of the intersection of Interstate 70 and South Buckner Tarsney Road in Grain Valley, Missouri. The conditions, which evidence Redevelopment Project Area 2 (as legally described in the TIF Plan) is a blighted area, are detailed in the TIF Plan.

4. In my opinion, Redevelopment Project Area 2 on a whole is a "blighted area" as that term is defined in the TIF Plan, and has not been subject to significant growth and development through investment by private enterprise in a way that allows such real property to achieve its highest and best use.

5. Redevelopment Project Area 2 would not reasonably be anticipated to be sufficiently developed as proposed without the adoption of tax increment financing due to the substantial cost to ameliorate the conditions which make such real property a blighted area.

6. STAR Acquisitions, Inc. will not and could not reasonably be expected to develop the subject property as proposed without the adoption of the proposed TIF Plan.

7. To my knowledge the TIF Plan meets the requirements of Section 99.810 of the Real Property Tax Increment Allocation Redevelopment Act, Revised Statutes of Missouri.

No further text on this page

By: _____
Name: Timothy D. Harris
Title: President
Title: STAR Acquisitions, Inc.

Subscribed and sworn to before me, a Notary Public, in and for said County and State this 7 day of ~~December~~ January, 2016.

My Commission Expires: 10/2/2018 Printed Name: JONNA S. VILLERS

SEAL

JONNA S. VILLERS
Notary Public - Notary Seal
State of Missouri, Clay County
Commission # 14488938
My Commission Expires Oct 2, 2018

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REVISION – MARCH 7, 2016

GRAIN VALLEY MARKETPLACE

(Project 2)

TAX INCREMENT FINANCING PLAN

A SECOND AMENDMENT TO

THE GRAIN VALLEY MARKETPLACE TAX INCREMENT PLAN

Grain Valley, Missouri

REVISION: MARCH 7, 2016

Prepared By:

Polsinelli PC on behalf of STAR Acquisitions, Inc.

Submitted to:

The City of Grain Valley TIF Commission

January 8, 2016

REVISION -- MARCH 7, 2016

SECOND AMENDMENT
TO THE GRAIN VALLEY MARKETPLACE
TAX INCREMENT FINANCING PLAN

(PROJECT 2)

- The Second Amendment to the Grain Valley Marketplace Tax Increment Financing Plan (the "Second Amendment") was filed with the City of Grain Valley TIF Commission (the "TIF Commission") on or about January 8, 2016.

- On February 29, 2016, the TIF Commission conducted a public hearing pursuant to the Real Property Tax Increment Allocation Redevelopment Act, Section 99.800 *et seq*., RSMo (the "TIF Act") to consider the Second Amendment and unanimously recommended the Second Amendment to the Grain Valley Board of Aldermen (the "Board").

- Based on ongoing refinement of Redevelopment Project 2 (as defined in the Second Amendment) by STAR Acquisitions, Inc.'s ("Developer") architect and engineer, recent increases in construction costs, and Developer's recent experience on similar projects, Developer's cost estimate for the grocery store site work and shell construction costs has increased by approximately five percent (5%). Such estimated increase, in conjunction with cost increases for design, permits, contingency, and other soft costs that are calculated as a percentage of hard costs, yields additional estimated Redevelopment Project Costs for Redevelopment Project 2 of Nine Hundred Thirty Thousand One Hundred and Five and NO/100 Dollars ($930,105.00), and the new total estimated Redevelopment Project Costs for Redevelopment Project 2 of Twenty-Five Million One Hundred Thirty Thousand and Thirty and NO/100 Dollars ($25,130,030.00) (Twenty-Six Million Nine Hundred Thirty Thousand and Thirty and NO/100 Dollars ($26,930,030.00) when considering Developer's share of NID Costs). To partially

compensate for such cost increase, Developer is requesting an increase in the TIF reimbursement for shell construction costs for the proposed grocery store included in the Second Amendment by Two Hundred and Thirty Thousand and NO/100 Dollars ($230,000.00) (the "TIF Reimbursement Adjustment")

- Pursuant to Section 99.825.1 of the TIF Act, following the Public Hearing, but prior to the Board's adoption of an ordinance approving the Second Amendment, certain changes can be made to the Second Amendment, provided that notice of such changes shall be given by mail to each affected taxing district and by publication in a newspaper of general circulation in the area of the proposed redevelopment not less than ten days prior to the adoption of the changes by ordinance.

- To reflect the requested TIF Reimbursement Adjustment, the Second Amendment is hereby updated as follows:

    1. The Reimbursable Project Costs for Redevelopment Project 2 set forth in the Second Amendment shall be increased to reflect the TIF Reimbursement Adjustment, making the updated Reimbursable Project Costs for Redevelopment Project 2 Four Million Nine Hundred Eighty Thousand and NO/100 Dollars ($4,980,000.00) (Six Million Seven Hundred and Eighty Thousand and No/100 Dollars ($6,780,000.00) when considering Developer's share of NID Costs).

    2. Exhibit 5 (Estimated Redevelopment Project Costs and Reimbursable Project Costs for Redevelopment Project 2) attached to the Second Amendment is replaced with "NEW Exhibit 5" attached hereto, which amends the original Exhibit 5 to incorporate the aforementioned increase in estimated Redevelopment Project Costs for Redevelopment Project 2 and the TIF Reimbursement Adjustment.

NEW Exhibit 5

Estimated Redevelopment Project Costs and

Reimbursable Project Costs for Redevelopment Project 2

Project Cost	Total	Projected TIF Reimbursed Costs	Developer Private Costs	Third Party Private Costs
Land Acquisition	**$2,680,000**	**$2,000,000**	**$680,000**	
Building Shell Costs	**$11,110,000**	**$1,730,000**	**$3,880,000**	**$5,500,000**
Site Construction Costs				
Unclassified Excavation	$360,000			
Embankment	$970,000			
Type 5 Base	$162,800			
Asphalt Pavement	$1,095,756			
Heavy Duty Pavement	$351,450			
Curb and Gutter	$245,408			
Storm Pipe	$145,400			
Existing Storm Removals	$11,000			
Roof Drains	$18,400			
Storm Manholes	$34,700			
Parking Lot Storm Inlets (CI)	$26,400			
Parking Lot Storm Inlets (AI)	$33,900			
Water Service Line	$2,796			
Water Service Bore	$725			
Water Main	$29,200			
Water Meter Vault	$3,850			
Fire Hydrant Assembly	$16,000			
Sanitary Service Line	$2,370			
Sampling Manhole	$3,300			
Grease Interceptor	$23,400			
Sidewalk ROW	$6,720			
Sidewalk	$81,336			
Retaining Walls	$92,800			
Underground Detention Breezeway	$70,400			

Detention Control Structures	$7,700			
Erosion Control Temporary	$78,700			
Seeding, Sodding	$9,120			
Parking Lot Pavement Marking	$35,000			
Landscaping and Irrigation	$178,000			
Parking Lot Lighting	$181,500			
Power Line Relocation	$396,000			
Dumpster Enclosures	$60,750			
Interior Signage (Stop and ADA)	$9,485			
SUBTOTALS	**$4,744,366**	**$1,250,000**	**$1,328,197**	**$2,166,169**

Furniture, Fixtures & Equipment	**$1,800,000**	**$0**	**$1,800,000**	**$0**

Hard Cost Contingency	**$792,718**	**$0**	**$409,410**	**$383,308**

Soft Costs				
Mobilization	$317,087	$0	$158,544	$158,544
Permits	$792,718	$0	$396,359	$396,359
Construction Staking	$100,000		$50,000	$50,000
Engineering Design	$792,718		$396,359	$396,359
Geo Tech	$317,087	$0	$158,544	$158,544
Commissions	$500,000		$400,000	$100,000
Legal & Accounting	$200,000		$100,000	$100,000
Architecture	$792,718		$396,359	$396,359
Soft Cost Contingency	$190,616	$0	$95,308	$95,308
SUBTOTALS	$4,002,946	**$0**	**$2,151,473**	**$1,851,473**

TOTAL PROJECT COSTS	**$25,130,030**	**$4,980,000**	**$10,249,079**	**$9,900,950**
		Projected TIF Reimbursed Costs	**Developer Private Costs**	**Third Party Private Costs**

TOTAL PROJECT COSTS W/ DEVELOPER'S SHARE OF NID COSTS	**$26,930,030**	**$6,780,000**	**$10,249,079**	**$9,900,950**
		Projected TIF Reimbursed Costs*	**Developer Private Costs**	**Third Party Private Costs**

** In addition to the Redevelopment Project Costs for Project 2 set forth above that are estimated to be incurred going forward, certain Redevelopment Project Costs set forth on Exhibit 4A to the Redevelopment Plan have been incurred prior to the adoption of this Amended TIF Plan. Of such costs, Two Million One Hundred Five Thousand Seven Hundred and Seventy-Three and No/100 Dollars ($2,105,773.00) have been paid for or reimbursed as Reimbursable Project Costs, plus interest, capitalized interest and Financing Costs and Seventy-Five Thousand and No/100 Dollars ($75,000.00) have been paid for or reimbursed as Reimbursable Project Costs to the City.

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EXHIBIT B

Legal Description

Project 2

(as expanded by this Amended TIF Plan)

See Attached

TIF-#2NE AREA DESCRIPTION
FOR: CITY OF GRAIN VALLEY,
JACKSON COUNTY, MISSOURI
SW1/4 SECTION 26 & NW1/4 SECTION 35,
ALL IN TOWNSHIP 49 NORTH, RANGE 30 WEST

REVISED – SEPTEMBER 10, 2010
TIF-#2NE AREA DESCRIPTION:

AN AREA OF LAND FOR TAX INCREMENT FINANCING, LOCATED IN THE SOUTHWEST QUARTER OF SECTION 26 AND THE NORTHWEST QUARTER OF SECTION 35, ALL IN TOWNSHIP 49 NORTH, RANGE 30 WEST, IN THE CITY OF GRAIN VALLEY, JACKSON COUNTY, MISSOURI, BEARINGS ARE REFERENCED TO GRID NORTH OF THE MISSOURI STATE PLANE COORDINATE SYSTEM, NAD 1983, WEST ZONE, AND MORE PARTICULARLY DESCRIBED AS FOLLOWS:
COMMENCING AT THE SOUTHWEST CORNER OF THE SOUTHWEST QUARTER OF SAID SECTION 26, T49N, R30W, BEING A FOUND ALUMINUM CAP AND IRON BAR, PER CERTIFIED LAND RECORD DOCUMENT NUMBER 600-49541; THENCE N89°02'55"E, A DISTANCE OF 1331.40 FEET TO THE POINT OF INTERSECTION OF THE EAST LINE OF THE SOUTHWEST QUARTER OF THE SOUTHWEST QUARTER OF SAID SECTION 26 AND THE CENTERLINE OF U.S. INTERSTATE I-70, AS NOW ESTABLISHED, AND BEING THE POINT OF BEGINNING; THENCE N01°22'31"E ALONG SAID EAST LINE OF THE SOUTHWEST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 26, A DISTANCE OF 1253.42 FEET TO THE NORTHWEST CORNER OF SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SAID SECTION 26; THENCE S87°46'34"E ALONG THE NORTH LINE OF SAID SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 26, A DISTANCE OF 663.90 FEET; THENCE N01°19'04"E ALONG THE SOUTHERLY LINE OF LOT 15, "THE BREEZEWAY EXCLUSIVE BUSINESS PARK" A SUBDIVISION IN SAID CITY, COUNTY AND STATE, ACCORDING TO THE RECORDED PLAT THEREOF, A DISTANCE OF 4.60 FEET; THENCE S87°46'35"E ALONG THE SOUTH LINE OF LOTS 15 AND 14, SAID "THE BREEZEWAY EXCLUSIVE BUSINESS PARK", A DISTANCE OF 156.62 FEET; THENCE N01°44'06"E ALONG THE SOUTHERLY LINE OF SAID LOT 14, A DISTANCE OF 31.54 FEET; THENCE S87°43'32"E ALONG THE SOUTH LINE OF LOTS 14, 13 AND 12, SAID "THE BREEZEWAY EXCLUSIVE BUSINESS PARK", A DISTANCE OF 164.25 FEET; THENCE S01°35'07"W ALONG THE SOUTHERLY LINE OF SAID LOT 12, A DISTANCE OF 35.99 FEET TO A POINT ON THE NORTH LINE OF SAID SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 26; THENCE S87°46'34"E ALONG THE SOUTH LINE OF LOTS 12 AND 11, SAID "THE BREEZEWAY EXCLUSIVE BUSINESS PARK" AND BEING ALONG THE NORTH LINE OF SAID SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER, A DISTANCE OF 344.06 FEET TO THE SOUTHEAST CORNER OF SAID LOT 11, ALSO BEING THE NORTHEAST CORNER OF SAID SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 26; THENCE S01°18'26"W ALONG THE EAST LINE OF SAID SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER, A DISTANCE OF 378.85 FEET; THENCE N87°46'34"W ALONG A LINE THAT IS PARALLEL WITH AND 378.80 FEET SOUTH OF SAID NORTH LINE OF THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER, A DISTANCE OF 345.90 FEET; THENCE S01°35'07"W, A DISTANCE OF 832.50 FEET TO A POINT ON THE NORTH RIGHT-OF-WAY LINE OF SAID U.S. INTERSTATE I-70; THENCE N81°26'03"W ALONG SAID NORTH RIGHT-OF-WAY LINE, A DISTANCE OF 37.38 FEET; THENCE N69°12'33"W CONTINUING ALONG SAID NORTH RIGHT-OF-WAY LINE, A DISTANCE OF 137.94 FEET; THENCE

S01°44'06"W, A DISTANCE OF 180.49 FEET TO A POINT ON THE CENTERLINE OF SAID U.S. INTERSTATE I-70; THENCE N81°26'03"W ALONG SAID CENTERLINE OF U.S. INTERSTATE I-70, A DISTANCE OF 818.40 FEET TO THE POINT OF BEGINNING.
THE DESIGNATED TIF-#2NE AREA DESCRIBED ABOVE CONTAINS 1,394,926 SQUARE FEET OR 32.0231 ACRES, MORE OR LESS.

FOR: CITY OF GRAIN VALLEY
ATTN: KEN MURPHY
CITY PLANNER
GRAIN VALLEY, MISSOURI 64029

BY:_____
ROLAND E. MCBRIDE, MO. PLS #2486
TRANSYSTEMS CORP., MO. LC #318
2400 PERSHING ROAD, SUITE 400
KANSAS CITY, MISSOURI 64108

AND

Lots 1, 15, 16, 17 and 18, The Breezeway Executive Business Park, a subdivision in Grain Valley, Jackson County, Missouri, according to the recorded plat thereof, as well as that portion of land thereon platted as right-of-way for Breezeway Drive.

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EXHIBIT C

Legal Description

Total Redevelopment Area

(as expanded by this Amended TIF Plan)

See Attached

TOTAL TIF AREA DESCRIPTION
FOR: CITY OF GRAIN VALLEY,
JACKSON COUNTY, MISSOURI
SW1/4 SECTION 26 & NW1/4 SECTION 35,
ALL IN TOWNSHIP 49 NORTH, RANGE 30 WEST

REVISED – SEPTEMBER 10, 2010

TOTAL TIF AREA DESCRIPTION:

AN AREA OF LAND FOR TAX INCREMENT FINANCING, LOCATED IN THE SOUTHWEST QUARTER OF SECTION 26 AND THE NORTHWEST QUARTER OF SECTION 35, ALL IN TOWNSHIP 49 NORTH, RANGE 30 WEST, IN THE CITY OF GRAIN VALLEY, JACKSON COUNTY, MISSOURI, BEARINGS ARE REFERENCED TO GRID NORTH OF THE MISSOURI STATE PLANE COORDINATE SYSTEM, NAD 1983, WEST ZONE, AND MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF THE SOUTHWEST QUARTER OF SAID SECTION 26, T49N, R30W, BEING A FOUND ALUMINUM CAP AND IRON BAR, PER CERTIFIED LAND RECORD DOCUMENT NUMBER 600-49541; THENCE N01°26'34"E ALONG THE WEST LINE OF SAID SOUTHWEST QUARTER, A DISTANCE OF 786.82 FEET TO THE NORTHWEST CORNER OF LOT 2, "INTERSTATE DEVELOPMENT PARK" A SUBDIVISION IN SAID CITY, COUNTY AND STATE, ACCORDING TO THE RECORDED PLAT THEREOF, AND BEING THE POINT OF BEGINNING; THENCE CONTINUING N01°26'34"E ALONG SAID WEST LINE OF THE SOUTHWEST QUARTER OF SECTION 26, A DISTANCE OF 363.11 FEET TO THE SOUTHWEST CORNER OF "WINGATE TOWNHOMES P.U.D." A SUBDIVISION IN SAID CITY, COUNTY AND STATE, ACCORDING TO THE RECORDED PLAT THEREOF; THENCE S86°53'55"E ALONG THE SOUTH LINE OF SAID "WINGATE TOWNHOMES P.U.D.", A DISTANCE OF 955.23 FEET TO THE SOUTHEAST CORNER OF SAID "WINGATE TOWNHOMES P.U.D."; THENCE N01°41'59"E ALONG THE EAST LINE OF SAID "WINGATE TOWNHOMES P.U.D." AND ALONG THE NORTHERLY PROLONGATION THEREOF, A DISTANCE OF 507.95 FEET TO A POINT ON THE SOUTH RIGHT-OF-WAY LINE OF WOODBURY DRIVE, AS NOW ESTABLISHED; THENCE S88°21'14"E ALONG SAID SOUTH RIGHT-OF-WAY LINE, A DISTANCE OF 331.29 FEET TO A POINT ON THE WEST RIGHT-OF-WAY LINE OF MISSOURI STATE ROUTE BB, AS NOW ESTABLISHED; THENCE S01°22'31"W ALONG SAID WEST RIGHT-OF-WAY LINE, A DISTANCE OF 319.47 FEET TO A POINT ON THE NORTH LINE OF THE SOUTHWEST QUARTER OF THE SOUTHWEST QUARTER OF SAID SECTION 26; THENCE S87°46'34"E ALONG SAID NORTH LINE AND ALONG THE NORTH LINE OF THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SAID SECTION 26, A DISTANCE OF 703.90 FEET; THENCE N01°19'04"E ALONG THE SOUTHERLY LINE OF LOT 15, "THE BREEZEWAY EXCLUSIVE BUSINESS PARK" A SUBDIVISION IN SAID CITY, COUNTY AND STATE, ACCORDING TO THE RECORDED PLAT THEREOF, A DISTANCE OF 4.60 FEET; THENCE S87°46'35"E ALONG THE SOUTH LINE OF LOTS 15 AND 14, SAID "THE BREEZEWAY EXCLUSIVE BUSINESS PARK", A DISTANCE OF 156.62 FEET; THENCE N01°44'06"E ALONG THE SOUTHERLY LINE OF SAID LOT 14, A DISTANCE OF 31.54 FEET; THENCE S87°43'32"E ALONG THE SOUTH LINE OF LOTS 14, 13 AND 12, SAID "THE BREEZEWAY EXCLUSIVE BUSINESS PARK", A DISTANCE OF 164.25 FEET; THENCE S01°35'07"W ALONG THE SOUTHERLY LINE OF SAID LOT 12, A DISTANCE OF 35.99 FEET TO A POINT ON THE NORTH LINE OF SAID SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 26; THENCE S87°46'34"E ALONG THE SOUTH LINE OF LOTS 12 AND 11, SAID "THE BREEZEWAY EXCLUSIVE BUSINESS PARK" AND BEING ALONG THE NORTH LINE OF SAID SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER, A DISTANCE OF 344.06 FEET TO THE SOUTHEAST CORNER OF SAID LOT 11, ALSO BEING THE NORTHEAST CORNER OF SAID SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 26; THENCE S01°18'26"W ALONG THE EAST LINE OF SAID SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER, A DISTANCE OF 378.85 FEET; THENCE N87°46'34"W ALONG A LINE THAT IS PARALLEL WITH AND 378.80 FEET SOUTH OF SAID NORTH LINE OF THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER, A DISTANCE OF 345.90 FEET; THENCE S01°35'07"W, A DISTANCE OF 832.50 FEET TO A POINT ON THE NORTH RIGHT-OF-WAY LINE OF U.S. INTERSTATE I-70, AS NOW ESTABLISHED; THENCE N81°26'03"W ALONG SAID NORTH RIGHT-OF-WAY LINE, A DISTANCE OF 37.38 FEET; THENCE N69°12'33"W

CONTINUING ALONG SAID NORTH RIGHT-OF-WAY LINE, A DISTANCE OF 137.94 FEET; THENCE S01°44'06"W, A DISTANCE OF 811.47 FEET TO A POINT ON THE SOUTH LINE OF LOT 3, "MINTER VIEW" A SUBDIVISION IN SAID CITY, COUNTY AND STATE, ACCORDING TO THE RECORDED PLAT THEREOF; THENCE N88°05'05"W ALONG THE SOUTH LINE OF LOTS 3 AND 4, SAID "MINTER VIEW" AND ALONG THE SOUTH LINE OF LOTS 6, 5, 4, 3 AND 2, "HOEHN ADDITION" A SUBDIVISION IN SAID CITY, COUNTY AND STATE, ACCORDING TO THE RECORDED PLAT THEREOF, A DISTANCE OF 646.42 FEET TO THE SOUTHWEST CORNER OF SAID LOT 2, "HOEHN ADDITION"; THENCE N01°42'54"E ALONG THE WEST LINE OF SAID LOT 2, A DISTANCE OF 135.00 FEET; THENCE N88°05'05"W, A DISTANCE OF 200.17 FEET TO A POINT ON THE WEST RIGHT-OF-WAY LINE OF MAIN STREET, AS NOW ESTABLISHED; THENCE S01°40'36"W ALONG SAID WEST RIGHT-OF-WAY LINE, A DISTANCE OF 463.46 FEET; THENCE N88°05'03"W, A DISTANCE OF 303.85 FEET TO A POINT ON THE EAST LINE OF LOT 15, "MINTER ADDITION" A SUBDIVISION IN SAID CITY, COUNTY AND STATE, ACCORDING TO THE RECORDED PLAT THEREOF; THENCE N01°40'36"E ALONG THE EAST LINE OF SAID LOT 15, A DISTANCE OF 3.95 FEET TO THE NORTHEAST CORNER OF SAID LOT 15; THENCE N88°05'03"W ALONG THE NORTH LINE OF SAID LOT 15, A DISTANCE OF 215.15 FEET TO A POINT ON THE SOUTH RIGHT-OF-WAY LINE OF MINTER AVENUE, AS NOW ESTABLISHED; THENCE N01°40'36"E ALONG THE SOUTHERLY PROLONGATION OF THE EAST LINE OF LOT 10, SAID "MINTER ADDITION AND ALONG THE EAST LINE OF LOTS 10, 9, 8 AND 7, SAID "MINTER ADDITION", A DISTANCE OF 324.50 FEET TO A POINT ON THE NORTH LINE OF THE SOUTH HALF OF THE NORTHWEST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 35, T49N, R30W; THENCE N88°05'03"W ALONG SAID NORTH LINE OF THE SOUTH HALF OF THE NORTHWEST QUARTER OF THE NORTHWEST QUARTER OF SECTION 35, A DISTANCE OF 775.49 FEET TO A POINT ON THE WEST LINE OF THE NORTHWEST QUARTER OF SAID SECTION 35; THENCE N01°36'03"E ALONG SAID WEST LINE, A DISTANCE OF 233.64 FEET TO THE SOUTHWEST CORNER OF LOT 1, "OOIDA COMPLEX, LOT 1" A SUBDIVISION IN SAID CITY, COUNTY AND STATE, ACCORDING TO THE RECORDED PLAT THEREOF; THENCE NORTHEASTERLY ALONG THE SOUTHERLY LINE OF SAID LOT 1 AND ALONG THE NORTHEASTERLY PROLONGATION OF SAID SOUTHERLY LINE AND ALL BEING ALONG A NON-TANGENT CURVE TO THE RIGHT, HAVING AN INITIAL TANGENT BEARING OF N70°55'43"E, A CENTARL ANGLE OF 12°40'59" AND A RADIUS OF 4316.28 FEET, FOR AN ARC DISTANCE OF 955.46 FEET TO A POINT ON THE SOUTHERLY PROLONGATION OF THE EAST LINE OF LOT 8A, "REPLAT OF LOT 1, INTERSTATE DEVELOPMENT PARK" A SUBDIVISION IN SAID CITY, COUNTY AND STATE, ACCORDING TO THE RECORDED PLAT THEREOF; THENCE N02°06'21"E ALONG THE SOUTHERLY PROLONGATION OF SAID EAST LINE AND ALONG SAID EAST LINE OF LOT 8A, A DISTANCE OF 789.05 FEET TO THE NORTHEAST CORNER OF SAID LOT 8A; THENCE N86°54'31"W ALONG THE NORTH LINE OF SAID LOT 8A, A DISTANCE OF 118.85 FEET TO A POINT ON THE EAST LINE OF LOT 7, SAID "REPLAT OF LOT 1, INTERSTATE DEVELOPMENT PARK"; THENCE N01°42'16"E ALONG SAID EAST LINE OF LOT 7, A DISTANCE OF 163.09 FEET TO THE NORTHEAST CORNER OF SAID LOT 7; THENCE N86°54'47"W ALONG THE NORTH LINE OF LOTS 7 AND 4, SAID "REPLAT OF LOT 1, INTERSTATE DEVELOPMENT PARK" AND ALONG THE NORTH LINE OF LOT 2, "INTERSTATE DEVELOPMENT PARK" A SUBDIVISION IN SAID CITY, COUNTY AND STATE, ACCORDING TO THE RECORDED PLAT THEREOF, A DISTANCE OF 814.72 FEET TO THE **POINT OF BEGINNING.**

THE DESIGNATED **TOTAL TIF AREA** DESCRIBED ABOVE CONTAINS 3,685,470 SQUARE FEET OR 84.6067 ACRES, MORE OR LESS.

FOR: CITY OF GRAIN VALLEY
ATTN: KEN MURPHY
CITY PLANNER
GRAIN VALLEY, MISSOURI 64029

BY:_____
ROLAND B. MCBRIDE, MO. PLS #2486
TRANSYSTEMS CORP., MO. LC #318
2400 PERSHING ROAD, SUITE 400
KANSAS CITY, MISSOURI 64108

AND

Lots 1, 15, 16, 17 and 18, The Breezeway Executive Business Park, a subdivision in Grain Valley, Jackson County, Missouri, according to the recorded plat thereof, as well as that portion of land thereon platted as right-of-way for Breezeway Drive.

CITY OF GRAIN VALLEY BOARD OF ALDERMEN AGENDA ITEM		
MEETING DATE	03/14/2016 & 03/28/2016	
BILL NUMBER	B16-03	
AGENDA TITLE	**AN ORDINANCE APPROVING THE FIRST AMENDMENT TO THE PETITION TO ESTABLISH THE GRAIN VALLEY MARKETPLACE COMMUNITY IMPROVEMENT DISTRICT**	
REQUESTING DEPARTMENT	Administration	
PRESENTER	Ryan Hunt, City Administrator	
FISCAL INFORMATION	Cost as recommended:	Not Applicable
	Budget Line Item:	Not Applicable
	Balance Available:	Not Applicable
	New Appropriation Required:	[ ] Yes [X] No
PURPOSE	The purpose of this amendment is to include payment of costs associated with the Grain Valley Marketplace Neighborhood Improvement District ("NID"), including payment or reimbursement of NID special assessments and/or debt service on NID bonds associated with one or more parcels within the boundaries of the NID and CID.	
BACKGROUND	See Staff Report	
SPECIAL NOTES	Not Applicable	
ANALYSIS	See Staff Report	
PUBLIC INFORMATION PROCESS	All proper notices of the public hearing were issued and posted	
BOARD OR COMMISSION RECOMMENDATION	Not Applicable	
DEPARTMENT RECOMMENDATION	Staff Recommends Approval	

REFERENCE DOCUMENTS ATTACHED	Ordinance, Staff Report & Petition

CITY OF GRAIN VALLEY		STATE OF MISSOURI
BILL NO. *B16-03*	ORDINANCE NO.	_____
	SECOND READING	_____
INTRODUCED BY: *ALDERMAN WEST*	FIRST READING	*March 14, 2016 (6-0)*

AN ORDINANCE APPROVING THE FIRST AMENDMENT TO THE PETITION TO ESTABLISH THE GRAIN VALLEY MARKETPLACE COMMUNITY IMPROVEMENT DISTRICT

WHEREAS, on September 27, 2010, the City of Grain Valley, Missouri ("City") approved the Grain Valley Marketplace Tax Increment Financing Plan (the "Redevelopment Plan"), determined that the Redevelopment Project Areas (1 through 4 – four corners of the Buckner-Tarsney Road and Interstate I-70) constitute a Blighted Area, selected SG Property Management, LLC (the "Original Developer") to implement Redevelopment Project Area 2, and authorize the City to enter into a contract with the Original Developer for implementation of Redevelopment Project 2 described in the Redevelopment Plan pursuant to the provisions of the Real Property Tax Increment Allocation Act, Sections 99.800 to 99.865, RSMo; and

WHEREAS, the Redevelopment Plan submitted by the Original Developer contemplated the formation of a community improvement district in order to assist in the financing of the project; and

WHEREAS, on August 30, 2010, pursuant to the CID Act, a Petition to Establish the Grain Valley Marketplace Community Improvement District ("Petition"), signed by (1) property owner(s) collectively owning more than fifty percent of the assessed property value of real property; and (2) more than fifty percent of the per capita owners of all real estate within the boundaries of the proposed Grain Valley Marketplace Community Improvement District (the "District") was filed with the City Clerk of the City of Grain Valley, Missouri (the "City"); and

WHEREAS, the Board of Aldermen, conducted a public hearing on September 15, 2010, and later approved the Petition and formed the Grain Valley Marketplace Community Improvement District; and

WHEREAS, since the approval of the Petition, the Original Developer ceased development of Redevelopment Project 2 after completing only a portion of the project; and

WHEREAS, a Second Amendment to the Redevelopment Plan ("Amended Redevelopment Plan") was filed for the purpose of naming STAR Acquisitions, Inc. ("Developer") as the new developer for Redevelopment Project 2, amending the boundaries of the Redevelopment Plan, and describing revised costs for Redevelopment Project 2 among other things; and

WHEREAS, the Developer wishes to amend the Petition to include payment of costs associated with the Grain Valley Marketplace Neighborhood Improvement District ("NID"), including payment or reimbursement of NID special assessments and/or debt service on NID Bonds associated with one or more parcels within the boundaries of the NID and District; and

WHEREAS, Sections 67.1401 to 67.1571, RSMo as amended (the "CID Act") authorizes the governing body of any municipal corporation, upon receipt of a proper petition and after a public hearing, to adopt an ordinance approving an amended petition; and

WHEREAS, on February 22, 2016, the First Amendment to the Petition to Establish the Grain Valley Marketplace Community Improvement District ("Amended Petition") was filed with the City Clerk pursuant to the CID Act; and

WHEREAS, as required by the CID Act, the City Clerk verified that the Amended Petition substantially complies with the CID Act; and

WHEREAS, the Board of Aldermen, following notification by the City Clerk, conducted a public hearing on March 14, 2016, after publishing the notice specified in Section 67.1431.3 of the CID Act and Section 67.2725, RSMo, copies of which publication and mailed notices are on file with the City Clerk; and

WHEREAS, all persons interested in the Amended Petition were allowed an opportunity to speak at the public hearing before the Board of Aldermen.

NOW, THEREFORE, BE IT ORDAINED by the Board of Aldermen of the City of Grain Valley, Missouri, as follows:

Section 1: That the First Amendment to the Petition to Establish the Grain Valley Marketplace Community Improvement District, which is attached to this Ordinance as <u>Exhibit A</u> and incorporated herein, is hereby approved.

Section 2: This ordinance shall be in full force and effect from and after its passage by the Board of Aldermen and approval by the Mayor according to law.

Passed by the Board of Aldermen this _____ day of _____, 2016.

ALDERMAN ARNOLD	_____	ALDERMAN HEADLEY	_____
ALDERMAN JOHNSTON	_____	ALDERMAN PALECEK	_____
ALDERMAN STANLEY	_____	ALDERMAN WEST	_____

MAYOR _____
(in the event of a tie only)

Approved as to form:

_____
Jim Cook
City Attorney

_____
Mike Todd
Mayor

ATTEST:

_____
Chenéy Parrish
City Clerk

[B16-03]

FIRST AMENDMENT TO THE

PETITION TO THE CITY OF GRAIN VALLEY, MISSOURI

TO ESTABLISH THE

GRAIN VALLEY MARKETPLACE
COMMUNITY IMPROVEMENT DISTRICT

FIRST AMENDMENT TO THE

PETITION TO ESTABLISH THE

GRAIN VALLEY MARKETPLACE

COMMUNITY IMPROVEMENT DISTRICT

To the City Council of Grain Valley, Jackson County, Missouri (the "**City**"):

The undersigned real property owner (the "**Petitioner**"), being the owner collectively owning

(1) more than fifty percent (50%) by assessed value of the real property and

(2) more than fifty percent (50%) per capita of all owners of real property

within the boundaries of the hereinafter described Grain Valley Marketplace Community Improvement District (the "**CID**"), does hereby petition and request (pursuant to this "**Amended Petition**") that the City Council of the City of Grain Valley (the "**City Council**") amend the Petition to Establish the Grain Valley Marketplace Community Improvement District (the "**Original Petition**") as described herein under the authority of Sections 67.1401 to 67.1571, inclusive, RSMo (the "**CID Act**").

A. District Name. The name of the existing community improvement district (the "**District**") is:

Grain Valley Marketplace

Community Improvement District

B. Legal Description and Map. A legal description of the boundaries of the existing District is attached hereto as **Exhibit A-1**. A map of the existing District is attached as **Exhibit A-2**. The District is located entirely within the corporate boundaries of the City.

C. Purposes of District. The purposes of the District shall be as described in the Original Petition. In addition to the purposes described in the Original Petition, the CID's purposes are expanded by this Amended Petition to include payment of costs associated with the Grain Valley Marketplace Neighborhood Improvement District (the "**NID**"), including payment or reimbursement of NID special assessments and/or debt service on NID bonds associated with one or more parcels within the boundaries of the NID and CID ("**NID Costs**").

D. Five Year Plan. A five year plan (the "**Five Year Plan**") stating a description of the purposes of the District, the improvements it will make and an estimate of costs of these improvements to be incurred is incorporated into the petition which established the District, attached hereto as **Exhibit B** (the "**Original Petition**"). The project budget attached to the Five Year Plan incorporated into the Original Petition is amended by **Exhibit C** hereto.

E. Establishment as Political Subdivision. The District shall continue to operate as a political subdivision under the CID Act as described in the Original Petition.

F. Board of Directors. The operation and composition of the Board of Directors and the

procedures for appointing interim and successor directors of the District shall continue as prescribed by the CID Act and the Original Petition.

G. Total Assessed Value. The ownership and assessed value of each parcel within the District is as shown below. The total assessed value of the Property is $1,187,207. Information regarding the assessed value of each parcel is as follows:

37-530-03-29-00-0-00-000	SG Property Management, LLC	$4,445
37-530-03-30-00-0-00-000	SG Property Management, LLC	$6,218
37-530-03-31-00-0-00-000	SG Property Management, LLC	$3,566
37-530-03-36-00-0-00-000	SG Property Management, LLC	$2,937
37-530-03-34-00-0-00-000	SG Property Management, LLC	$7,119
37-530-06-05-00-0-00-000	SG Property Management, LLC	$28,064
37-530-06-03-00-0-00-000	SG Property Management, LLC	$1,477
37-530-03-35-00-0-00-000	SG Property Management, LLC	$3,848
37-530-03-32-00-0-00-000	Grain Valley Marketplace Cinema Company, LLC	$576,000
37-530-03-33-00-0-00-000	Grain Valley Marketplace Cinema Company, LLC	$164,800
37-530-06-04-00-0-00-000	Casey's Marketing Company	$372,736
37-530-03-01-01-0-00-000	Grain Valley R-5 School District	$15,357
37-530-03-28-00-0-00-000	JPNS Corporation	$640
N/A	State Highway Right-of-Way	$0

H. Determination of Blight, Blight remediation and Public Purpose. The Board of Aldermen of the City determined the District is a blighted area by adoption of Ordinance No. 2107 on September 27, 2010. This Amended Petition relies upon the blighting conditions as described in the Original Petition and Ordinance No. 2107.

I. Term of Existence. The term of existence for the District shall continue as described in the Original Petition.

J. Sales Tax. Qualified voters of the CID approved a sales tax of one percent (1.0%) ("**District Sales Tax**"), in accordance with the CID Act, to assist in the funding of certain improvements and services that serve the property within the District. The District Sales Tax shall continue as described in the Original Petition and approved by the qualified voters of the CID, and shall apply to the District. As described in Section C above, the District Sales Tax shall be applied to the payment or reimbursement of NID special assessments and/or debt service on NID bonds associated with one or more parcels within the boundaries of the NID and CID.

K. Maximum Special Assessment. Petitioners do not propose that special assessments be levied within the District.

L. Real Estate Tax and Business License Tax. Petitioners will not seek to submit to qualified voters any proposition for approval of a real property tax levy or business license taxes.

M. No Borrowing Capacity Limitation. Petitioners do not seek limitations on the borrowing capacity of the District.

N. No Revenue Limitations. Petitioners do not seek limitations on the revenue generation of the District.

O. No Power Limitation. Petitioners do not seek limitations on the powers of the District.

P. Petitioner Withdrawal Right Notice. **THE SIGNATURES OF THE SIGNERS OF THIS PETITION MAY NOT BE WITHDRAWN FROM THIS PETITION LATER THAN SEVEN (7) DAYS AFTER THE FILING HEREOF WITH THE CITY CLERK.**

Q. Severability. If any provision of this Petition shall be held or determined to be invalid, inoperative or unenforceable as applied in any particular case, or in all cases, because it conflicts with any other provision or provisions of this Petition or for any other reason such circumstances shall not have the effect of rendering the provision in question inoperative or unenforceable in any other case or circumstance, or of rendering any other provision contained in this Petition invalid, inoperative or unenforceable to any extent whatsoever.

WHEREFORE, Petitioner respectfully requests that the Board of Aldermen amend the Petition to Establish the Grain Valley Marketplace Community Improvement District in accordance with the information set forth in this Amended Petition and take all other appropriate and necessary action that is consistent with the CID Act to amend the Original Petition.

[NO FURTHER TEXT; SIGNATURE PAGES FOLLOW]

Signature Page for the First Amendment to the Petition (the "Petition") to Establish the Grain Valley Marketplace Community Improvement District

I hereby request that the City Council of the City of Grain Valley, Missouri amend the Grain Valley Marketplace Community Improvement District pursuant to the foregoing Petition.

Name of Owner: Grain Valley Marketplace Cinema Co., LLC
Owner's Telephone Number: 970-380-2834
Owner's Mailing Address: PO BOX 65, Wiggins CO 80654

If signer is different from owner: Name of Signer: Paul Larino
State basis of legal authority to sign: Member
Signer's Telephone Number: 970-380-2834
Signer's Mailing Address: PO BOX 65
WIGGINS CO 80654

If the owner is an individual, state if owner is single or married:
If the owner is not an individual, state what type of entity: Limited Liability Company

The map and parcel numbers and assessed value of the property owned:

Map Number: Parcel Number: **37-530-03-32-00-0-00-000, 37-530-03-33-00-0-00-000**

Assessed Value: $740,800 (cumulative)

By executing this Petition, the undersigned represents and warrants that he or she has received a copy of this Petition, has read this Petition, is or is authorized to execute this Petition on behalf of the property owner named immediately above, and authorizes this signature page to be attached to the original of this Petition to be filed in the Office of the City Clerk. The undersigned also acknowledges that his/her signature may not be withdrawn later than seven days after this Petition is filed with the clerk of the City.

Signature

2-18-16
Date

State of ~~Missouri~~ Colorado)
County of Morgan)ss:

Before me personally appeared P. Larino to me personally known to be the individual described in and who executed the foregoing Petition.

Witness my hand and official seal this 18th day of February, 2016.

Linda Baltazar
Notary Public

My commission expires: 4-28-2018

LINDA BALTAZAR
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20144017688
MY COMMISSION EXPIRES 04/28/2018

Signature Page for the First Amendment to the Petition (the "Petition") to Establish the Grain Valley Marketplace Community Improvement District

I hereby request that the City Council of the City of Grain Valley, Missouri amend the Grain Valley Marketplace Community Improvement District pursuant to the foregoing Petition.

Name of Owner: SG Property Management, LLC
Owner's Telephone Number: 970-380-2834
Owner's Mailing Address: PO BOX 65 Wiggins CO 80654

If signer is different from owner: Name of Signer: Paul Larino
State basis of legal authority to sign: Member

Signer's Telephone Number: 970-380-2834
Signer's Mailing Address: PO BOX 65
WIGGINS, CO 80654

If the owner is an individual, state if owner is single or married:
If the owner is not an individual, state what type of entity: Limited Liability Company

The map and parcel numbers and assessed value of the property owned:

Map Number: Parcel Number: **37-530-03-29-00-0-00-000, 37-530-03-30-00-0-00-000, 37-530-03-31-00-0-00-000, 37-530-03-36-00-0-00-000, 37-530-03-34-00-0-00-000, 37-530-06-05-00-0-00-000, 37-530-06-03-00-0-00-000, 37-530-03-35-00-0-00-000**

Assessed Value: $57,674 (cumulative)

By executing this Petition, the undersigned represents and warrants that he or she has received a copy of this Petition, has read this Petition, is or is authorized to execute this Petition on behalf of the property owner named immediately above, and authorizes this signature page to be attached to the original of this Petition to be filed in the Office of the City Clerk. The undersigned also acknowledges that his/her signature may not be withdrawn later than seven days after this Petition is filed with the clerk of the City.

Signature

2-18-16
Date

State of ~~Missouri~~ Colorado)
County of Morgan)ss:

Before me personally appeared P. Larino to me personally known to be the individual described in and who executed the foregoing Petition.

Witness my hand and official seal this 18th day of February, 2016.

Linda Baltazar
Notary Public

My commission expires: 4-28-2018

LINDA BALTAZAR
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20144017688
MY COMMISSION EXPIRES 04/28/2018

52193559.1

Signature Page for the First Amendment to the Petition (the "Petition") to Establish the Grain Valley Marketplace Community Improvement District

I hereby request that the City Council of the City of Grain Valley, Missouri amend the Grain Valley Marketplace Community Improvement District pursuant to the foregoing Petition.

Name of Owner: Casey's Marketing Company
Owner's Telephone Number:_____
Owner's Mailing Address:_____

If signer is different from owner: Name of Signer:_____
State basis of legal authority to sign:_____
Signer's Telephone Number:_____
Signer's Mailing Address:_____

If the owner is an individual, state if owner is single or married:_____
If the owner is not an individual, state what type of entity: Corporation

The map and parcel numbers and assessed value of the property owned:

Map Number:_____ Parcel Number: **37-530-06-04-00-0-00-000**

Assessed Value: $372,736

By executing this Petition, the undersigned represents and warrants that he or she has received a copy of this Petition, has read this Petition, is or is authorized to execute this Petition on behalf of the property owner named immediately above, and authorizes this signature page to be attached to the original of this Petition to be filed in the Office of the City Clerk. The undersigned also acknowledges that his/her signature may not be withdrawn later than seven days after this Petition is filed with the clerk of the City.

_____ _____
Signature Date

State of Missouri)
County of _____)ss:

Before me personally appeared _____ to me personally known to be the individual described in and who executed the foregoing Petition.

Witness my hand and official seal this _____ day of _____, 2016.

_____
Notary Public

My commission expires:_____

Signature Page for the First Amendment to the Petition (the "Petition") to Establish the Grain Valley Marketplace Community Improvement District

I hereby request that the City Council of the City of Grain Valley, Missouri amend the Grain Valley Marketplace Community Improvement District pursuant to the foregoing Petition.

Name of Owner: Grain Valley R-5 School District
Owner's Telephone Number: 816-847-5006
Owner's Mailing Address: Box 304 East Pink Hill Road
Grain Valley

If signer is different from owner: Name of Signer: Roy Moss
State basis of legal authority to sign: Superintendent of Schools

Signer's Telephone Number: 816-847-5006
Signer's Mailing Address:

If the owner is an individual, state if owner is single or married:
If the owner is not an individual, state what type of entity:

The map and parcel numbers and assessed value of the property owned:

Map Number: Parcel Number: **37-530-03-01-01-0-00-000**

Assessed Value: $15,357

By executing this Petition, the undersigned represents and warrants that he or she has received a copy of this Petition, has read this Petition, is or is authorized to execute this Petition on behalf of the property owner named immediately above, and authorizes this signature page to be attached to the original of this Petition to be filed in the Office of the City Clerk. The undersigned also acknowledges that his/her signature may not be withdrawn later than seven days after this Petition is filed with the clerk of the City.

Signature Date 2-5-2016

State of Missouri)
County of Jackson)ss:

Before me personally appeared Roy Moss to me personally known to be the individual described in and who executed the foregoing Petition.

Witness my hand and official seal this 5th day of February, 2016.

Notary Public

My commission expires: 11.13.2016

NOTARY PUBLIC NOTARY SEAL STATE OF MISSOURI

KHALILAH M HOLLAND
My Commission Expires
November 13, 2016
Jackson County
Commission #12413932

EXHIBIT A-1

52193559.1

Signature Page for the First Amendment to the Petition (the "Petition") to Establish the Grain Valley Marketplace Community Improvement District

I hereby request that the City Council of the City of Grain Valley, Missouri amend the Grain Valley Marketplace Community Improvement District pursuant to the foregoing Petition.

Name of Owner: JPNS Corporation
Owner's Telephone Number: 816-224-3420
Owner's Mailing Address: 105 SUNNY LANE DR.
GRAIN VALLEY, MO 64029

If signer is different from owner: Name of Signer: NILESH PATEL
State basis of legal authority to sign: PRESIDENT OF CORPORATION

Signer's Telephone Number: 816-309-7604
Signer's Mailing Address: PO BOX 2996
GRAIN VALLEY, MO 64029

If the owner is an individual, state if owner is single or married: _____
If the owner is not an individual, state what type of entity: corporation

The map and parcel numbers and assessed value of the property owned:

Map Number: _____ Parcel Number: **37-530-03-28-00-0-00-000**

Assessed Value: $640

By executing this Petition, the undersigned represents and warrants that he or she has received a copy of this Petition, has read this Petition, is or is authorized to execute this Petition on behalf of the property owner named immediately above, and authorizes this signature page to be attached to the original of this Petition to be filed in the Office of the City Clerk. The undersigned also acknowledges that his/her signature may not be withdrawn later than seven days after this Petition is filed with the clerk of the City.

Signature

2/5/16
Date

State of Missouri)
County of Jackson)ss:

Before me personally appeared Nilesh Patel to me personally known to be the individual described in and who executed the foregoing Petition.

Witness my hand and official seal this 5th day of February, 2016.

Notary Public

My commission expires: 11.13.2016

NOTARY PUBLIC NOTARY SEAL STATE OF MISSOURI

KHALILAH M HOLLAND
My Commission Expires
November 13, 2016
Jackson County
Commission #12413932

52193559.1

EXHIBIT A-1

BOUNDARY DESCRIPTION OF EXISTING

COMMUNITY IMPROVEMENT DISTRICT

All that part of the SE¼ of the SW¼ of Section 26, Township 49, Range 30 in Grain Valley, Jackson County, Missouri, more particularly described as follows: Commencing at State Route BB Centerline Sta. 1016+10, said point being 0.46 feet West of the West line of the SE¼ of the SW¼ of said Section 26 and 525.99 feet North of the Southwest corner thereof; thence due East and right angles to said Route BB Centerline 40 feet to the true point of beginning of subject tract. Said point also being on the Easterly right-of-way line of said Missouri Route BB; thence Northerly along the Easterly right-of-way line of said Missouri Route BB, to a point on the Westerly extension of the South line of the THE BREEZEWAY EXCLUSIVE BUSINESS PARK, a subdivision of land now in the City of Grain Valley, Jackson County, Missouri; thence Easterly along the Southerly line of said THE BREEZEWAY EXCLUSIVE BUSINESS PARK, to the most Southerly Southeast corner of Lot 14 of said THE BREEZEWAY EXCLUSIVE BUSINESS PARK, thence Easterly to the most Southerly Southwest corner of Lot 12 of said THE BREEZEWAY EXCLUSIVE BUSINESS PARK, thence Easterly along the Southerly line of said THE BREEZEWAY EXCLUSIVE BUSINESS PARK to the Southeast corner thereof, said point also being the Northeast corner of the SE¼ of the SW¼ of said Section 26; thence Southerly along the East line of the SE¼ of the SW¼ of said Section 26, to a point 378.80 feet, South of the North line thereof; thence West along a line 378.80 feet South of and parallel with the North line of the SE¼ of the SW¼ of said Section 26, to a point on the East line of the E½ of the W½ of the

SE¼ of the SW¼ of said Section 26; thence Southerly along the East line of the E½ of the W½ of the SE ¼ of the SW¼ of said Section 26 to a point on the North right-of-way line of Interstate Highway No. 70, as now established; thence Westerly along the North right-of-way line of said Highway No. 70 to a point on the West line of the E½ of the W½ of the SE¼ of the SW¼ of said Section 26; thence Southerly along the West line of the E½ of the W½ of the SE¼ of the SW¼ of said Section 26 to a point on the Northerly edge of the westbound exit ramp of Interstate Highway No. 70; thence Westerly along the Northerly edge of said exit ramp to a point on the Southerly extension of the Easterly right-of-way line of said Missouri State Route BB; thence northerly along the Southerly extension of the Easterly right-of-way line said Missouri Route BB, to the point of beginning, except for that part thereof designated as Parcel 12, Tracts I and II, and Parcel 13 described below:

PARCEL 12 - TRACT I

Commencing at the Southwest Corner of the Southeast Quarter of the Southwest Quarter of Section 26, Township 49, Range 30, in the City of Grain Valley, Jackson County, Missouri, thence North 00 degrees 50 minutes 00 seconds West along the West line of the Southeast Quarter of the Southwest Quarter of Section 26, Township 49, Range 30, a distance of 525.99 feet, thence North 89 degrees 18 minutes 41 seconds East, a distance of 403.93 feet; thence North 00 degrees 02 minutes 59 seconds East, a distance of 90.87 feet; thence North 89 degrees 18 minutes 41 seconds East, a distance of 15.00 feet to the True Point of Beginning of this description; thence continuing North 89 degrees 18 minutes 41 seconds East, a distance of 225.46 feet to a point that is 19.00 feet West of the East line of the West One half of the Southeast Quarter of the Southwest Quarter of Section 26, Township 49, Range 30; thence South 00 degrees 52 minutes 03 seconds East parallel to and 19.00 feet West of the East line of the West One half of said Quarter Quarter Section, a distance of 328.38 feet to a point on the

Northerly right of way line of Interstate Route 70 as now established; thence South 78 degrees 29 minutes 59 seconds West along said Northerly right of way line, a distance of 154.84 feet, thence North 71 degrees 28 minutes 05 seconds West along the Northerly right of way line of Interstate Route 70, a distance of 19.83 feet:, thence North 18 degrees 31 minutes 55 seconds East, a distance of 37.50 feet; thence South 71 degrees 28 minutes 05 seconds East, a distance of 34.50 feet, thence North 18 degrees 31 minutes 55 seconds East, a distance of 5.00 feet: thence North 71 degrees 28 minutes 05 seconds West, a distance of 34.50 feet; thence North 18 degrees, 31 minutes 55 seconds East, a distance of 6.55 feet; thence North 71 degrees 28 minutes 05 seconds West, a distance of 10.00 thence South 18 degrees 31 minutes 55 seconds West, a distance of 6.55 feet; thence North 71 degrees 28 minutes 05 seconds West, a distance of 30.50 feet; thence south 18 degrees 31 minutes 55 seconds West, a distance of 5.00 feet; thence South 71 degrees 28 minutes 05 seconds East, a distance of 30.50 feet; thence South 18 degrees 31 minutes 55 seconds West, a distance of 37.50 feet to a point on the Northerly right of way line at Interstate Route 70; thence North 71 degrees 28 minutes 05 seconds West along said Northerly right of way line, a distance of 51.75 feet; thence North 18 degrees 31 minutes 55 seconds East, a distance of 12.00 feet to the point of curve to the left having a radius of 114.07 feet; thence Northeasterly and Northwesterly along said curve to the left, a distance of 58.39 feet to the point of tangent of said curve; thence North 10 degrees 47 minutes 44 seconds West, a distance of 21.62 feet to the point of curve to the right having a radius of 286.03 feet; thence Northwesterly and Northerly along said curve to the right, a distance of 54.14 feet to the point of tangent of said curve; thence North 00 degrees 02 minutes 59 seconds East, a distance of 186.26 feet to the True Point of Beginning of this description.

PARCEL 12 - TRACT II

Commencing at the Southwest corner of the Southeast Quarter of the Southwest Quarter of Section 26, Township 49, Range 30, in the City of Grain Valley, Jackson County, Missouri; thence North 00 degrees 50 minutes 00 seconds West along the West line of the Southeast Quarter of the Southwest Quarter of section 26, Township 49, Range 30, a distance of 525.99 feet; thence North 89 degrees 18 minutes 41 seconds East, a distance of 403.93 feet; thence North 00 degrees 02 minutes 59 seconds East a distance of 90.87 feet; thence North 89 degrees 18 minutes 41 seconds East, a distance of 240.46 feet to the True Point of Beginning of this descriptions thence continuing North 89 degrees 18 minutes 41 seconds East, a distance of 19.00 feet to a point on the East line of the West One half of the Southeast Quarter of the southwest Quarter of said Section 26, Township 49, Range 30; thence South 00 degrees 52 minutes 03 seconds East along the East line of the West One half of the Southeast Quarter of the Southwest Quarter of said Section 26, a distance of 324.51 feet thence South 78 degrees 29 minutes 50 seconds West, a distance of 19.39 feet; thence North 00 degrees 52 minutes 03 seconds East, a distance of 328.38 feet to the True Point of Beginning of this description.

PARCEL 13

A tract of land in the West one-half of the Southeast Quarter of the Southwest Quarter of Section 26, Township 49, Range 30, in Jackson County, Missouri, more particularly described as follows: Commencing at the Southeast corner of said Southwest Quarter; thence South 89 degrees 44 minutes 52 seconds West along the South line of said Southwest Quarter a distance of 1330.41 feet to the Southwest corner of said Quarter Quarter Section; thence North 00 degrees 50 minutes 00 seconds West along the West line of said Quarter Quarter Section a distance of 525.99 feet to a point on the North line of a tract of land conveyed to the State of

Missouri for Interstate Route No. I-70 right of way as recorded in Document No. 729919 in Book 1344 at Page 135; thence North 89 degrees 18 minutes 41 seconds East along said North line and along the North line of the tract of land described in Document No. I-313125 recorded in Book I-811 at Page 54, a distance of 327.51 feet to the Northeast corner of the last said tract; thence South 00 degrees 02 minutes 59 seconds West a distance of 165.94 feet (deed 164.35 feet) to a point on the Northerly line of a tract of land conveyed to the State Highway Commission of Missouri, as described in Document No. 727313 in Book 1336 at Page 570 on July 9, 1959; thence South 36 degrees 04 minutes 30 seconds East along said Northerly right of way line a distance of 67.58 feet; thence continuing along said Northerly right of way on a bearing of South 71 degrees 28 minutes 05 seconds East a distance of 107.75 feet to the True Point of Beginning of this description; thence North 18 degrees 31 minutes 55 seconds East a distance of 37.50 feet; thence North 71 degrees 28 minutes 05 seconds West a distance of 30.50 feet; thence North 18 degrees 31 minutes 55 seconds East a distance of 5.00 feet; thence South 71 degrees 28 minutes 05 seconds East a distance of 30.50 feet; thence North 18 degrees 31 minutes 55 seconds East a distance of 6.55 feet; thence South 71 degrees 28 minutes 05 seconds East a distance of 10.00 feet; thence South 18 degrees 31 minutes 55 seconds West a distance of 6.55 feet; thence South 71 degrees 28 minutes 05 seconds East a distance of 34.50 feet; thence South 18 degrees 31 minutes 55 seconds West a distance of 5.00 feet; thence North 71 degrees 28 minutes 05 seconds West a distance of 34.50 feet; thence South 18 degrees 31 minutes 55 seconds West a distance of 37.50 feet to a point on the Northerly right of way line of Interstate Route No. I-70; thence North 71 degrees 28 minutes 05 seconds West along the Northerly right of way line of said Interstate Route No. I-70 a distance of 10.00 feet to the True Point of Beginning of this description, EXCEPT that part, if any, in roads.

EXHIBIT A-2
BOUNDARY MAP OF THE CID

Grain Valley Marketplace Community Improvement District

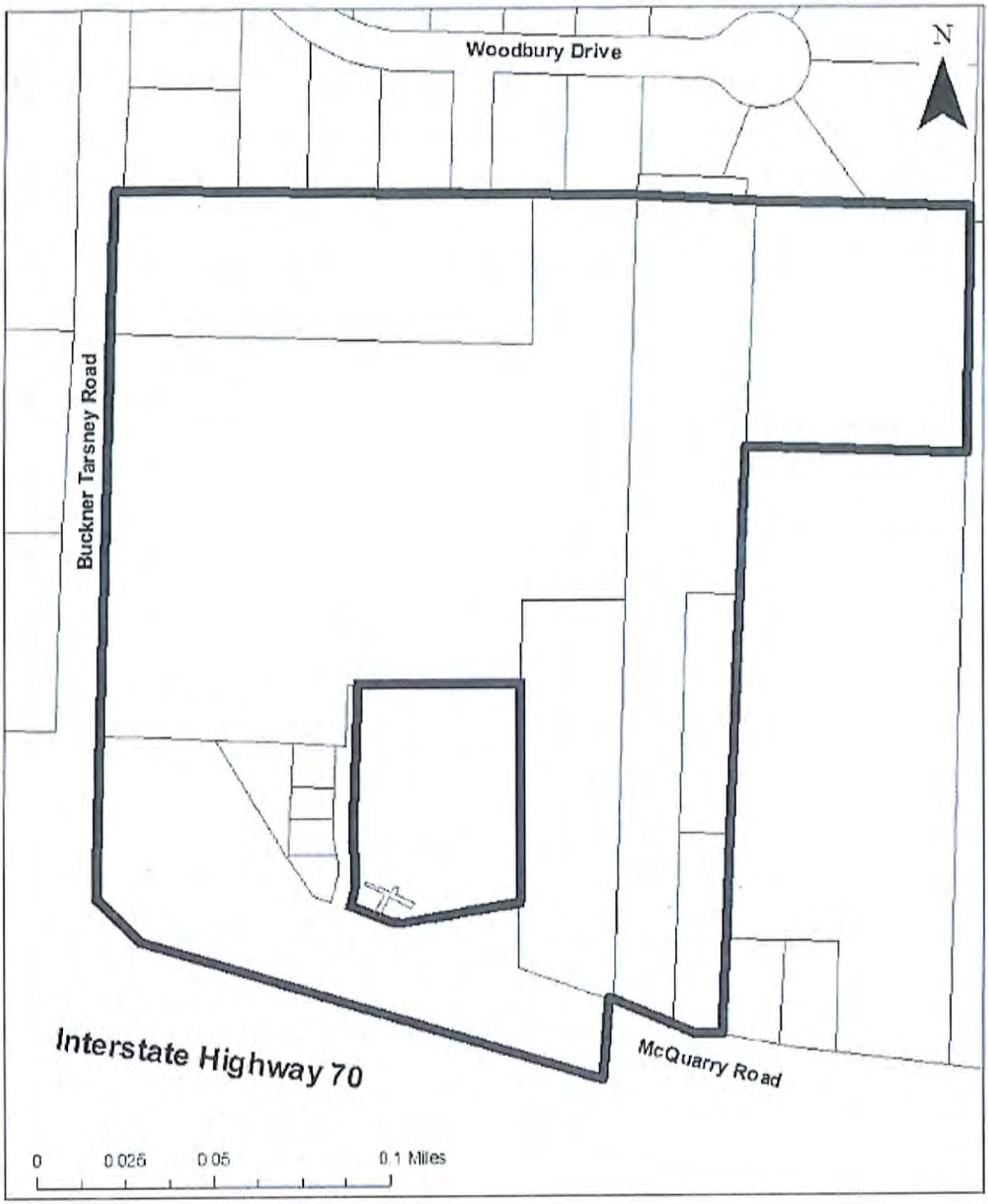

EXHIBIT B

ORIGINAL PETITION FOR THE ESTABLISHMENT OF THE

GRAIN VALLEY MARKETPLACE COMMUNITY IMPROVEMENT DISTRICT

(SEE ATTACHED)

EXHIBIT C

PROPOSED FIVE YEAR BUDGET

NID Costs: **$382,739**

Operating/Administrative Costs:

- First year **$7,500**
- Subsequent years **$5,000**

	2016	2017	2018	2019	2020
Projected CID Revenues	$41,000	$228,338	$253,384	$268,534	$272,562
Expenditures:[1]					
TIF-Captured Portion	$20,500	$114,169	$126,692	$134,267	$136,281
NID Costs	$0	$0	$64,769	$158,347	$159,623
Improvements (sitework/infrastructure)	$0	$0	$0	$0	$0
Operating/Administrative Costs:	$7,500	$5,000	$5,000	$5,000	$5,000

[1] If CID expenditures exceed available CID revenues at any time, Developer will advance the amount necessary to pay for such CID expenditures, and the CID will reimburse the Developer with interest as CID revenues become available over time. Estimated CID expenditures above will also include reimbursement of any such interest costs incurred by Developer on amounts advanced to pay CID expenditures.

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LAUBER MUNICIPAL LAW, LLC

Serving those who serve the public

Memo

To: Mayor and Board of Aldermen

Ryan Hunt, City Administrator

From: Joe Lauber, City Special Economic Development Legal Counsel

Date: March 9, 2016

Re: Outline of Key Points of the First Amendment to the Petition to Establish the Grain Valley Marketplace Community Improvement District

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ISSUE/REQUEST: The owners of more than 50% of real property within the Grain Valley Marketplace Community Improvement District ("CID" or "District") have requested the Board of Aldermen consider the adoption of an ordinance approving the first amendment to the petition to establish the CID. The CID is a component of the financing for the Grain Valley Marketplace Tax Increment Financing Redevelopment Plan ("TIF Plan"). More specifically, the CID provides funding for CID eligible improvements and operation and administration of the District. The purpose of this amendment is to include payment of costs associated with the Grain Valley Marketplace Neighborhood Improvement District ("NID"), including payment or reimbursement of NID special assessments and/or debt service on NID bonds associated with one or more parcels within the boundaries of the NID and CID.

BACKGROUND/EXPLANATION: On February 22, 2016, STAR Acquisitions, Inc. ("Developer"), on behalf of certain property owners within the CID area ("Petitioners") filed with the City Clerk the First Amendment to the Petition to Establish the Grain Valley Marketplace Community Improvement District (the "Amended Petition") pursuant to Sections 67.1401 through 67.1571, RSMo, (the "CID Act").

Upon receipt of the Amended Petition, the City Clerk with the assistance of the City's special counsel, reviewed the Amended Petition and determined on or about February 24, 2016, that the Amended Petition substantially complies with the requirements of Sections 67.1421.2 and 67.1441.2, RSMo.

The CID Act requires the Board of Aldermen to hold a public hearing and further provides that after the close of the public hearing, the Board of Aldermen may adopt an ordinance approving the Amended Petition. The City provided the statutorily required notice of a public hearing on

the Amended Petition to the district. On March 14, 2016, the Board of Aldermen will hold a public hearing to consider the Amended Petition.

Summary of Contents of the Amended Petition

- Signed by more than 50% of the owners of property located within the proposed area to be added measured on a "per-capita" and an assessed value basis. In this case the Property is owned by 6 entities. 4 out of the 6 entities signed the Petition (approximately 67%). Further, the property owned by the 4 that signed the Petition is, collectively, 69% of all the property by assessed value in the District.
- Name of District: the Grain Valley Marketplace Community Improvement District.
- A legal description and map of the District were attached to the Amended Petition as required by statute
- The District will continue to operate as a political subdivision of the State of Missouri
- District Governance:
    - The District is governed by a 5-member Board of Directors
    - The operation and composition of the Board of Directors and the procedures for appointing interim and successor directors of the District shall continue as prescribed by the CID Act and the Original Petition.
- Funding Mechanisms:
    - 1% sales tax to assist in funding of certain improvements and services that serve the property within the District. The District Sales Tax shall continue as described in the Original Petition and approved by the qualified voters of the CID, and shall be applied to the payment or reimbursement of NID special assessments and/or debt service on NID bonds associated with one or more parcels within the boundaries of the NID and CID.
- Term of Existence:
    - The District shall remain in existence for the lifetime of the Grain Valley Marketplace TIF, plus the earlier of (a) seven (7) years; or (b) the length of time required to reimburse all post-TIF CID-eligible expenses, plus any other CID-eligible expenses.
    - The Petition does not propose to change the term of existence.

- Blight Determination:
    - The Board of Aldermen determined the District is a blighted area by adoption of Ordinance No. 2107 on September 27, 2010. The Amended Petition relies upon the blighting conditions as described in the Original Petition and Ordinance No. 2107.
- Five Year Plan (Exhibit B to the Original Petition):
    - The Amended Petition does not propose to change anything in the Five Year Plan **except the project budget to incorporate NID costs**. The project budget as amended by the Amended Petition is shown on the attached Exhibit A.

STAFF RECOMMENDATION: After conducting a thorough review of the Amended Petition, along with the assistance of Lauber Municipal Law, LLC, the City's special counsel for economic development matters, it is City staff's and consultant's conclusion that the Board of Aldermen has the information necessary to approve the First Amendment to the Petition to Establish the Grain Valley Marketplace CID**.**

EXHIBIT A

PROPOSED FIVE YEAR BUDGET

NID Costs: **$382,739**

Operating/Administrative Costs:

- First year **$7,500**
- Subsequent years **$5,000**

	2016	2017	2018	2019	2020
Projected CID Revenues	$41,000	$228,338	$253,384	$268,534	$272,562
Expenditures:[1]					
TIF-Captured Portion	$20,500	$114,169	$126,692	$134,267	$136,281
NID Costs	$0	$0	$64,769	$158,347	$159,623
Improvements (sitework/infrastructure)	$0	$0	$0	$0	$0
Operating/Administrative Costs:	$7,500	$5,000	$5,000	$5,000	$5,000

[1] If CID expenditures exceed available CID revenues at any time, Developer will advance the amount necessary to pay for such CID expenditures, and the CID will reimburse the Developer with interest as CID revenues become available over time. Estimated CID expenditures above will also include reimbursement of any such interest costs incurred by Developer on amounts advanced to pay CID expenditures.

CITY OF GRAIN VALLEY BOARD OF ALDERMEN AGENDA ITEM		
MEETING DATE	03/14/2016 & 03/28/2016	
BILL NUMBER	B16-04	
AGENDA TITLE	**AN ORDINANCE APPROVING A PETITION FOR ADDITION OF PROPERTY TO THE GRAIN VALLEY MARKETPLACE COMMUNITY IMPROVEMENT DISTRICT**	
REQUESTING DEPARTMENT	Administration	
PRESENTER	Ryan Hunt, City Administrator	
FISCAL INFORMATION	Cost as recommended:	Not Applicable
	Budget Line Item:	Not Applicable
	Balance Available:	Not Applicable
	New Appropriation Required:	[ ] Yes [X] No
PURPOSE	The purpose of this ordinance is to approve the addition of property to the CID.	
BACKGROUND	See Staff Report	
SPECIAL NOTES	Not Applicable	
ANALYSIS	See Staff Report	
PUBLIC INFORMATION PROCESS	All proper notices of the public hearing were issued and posted	
BOARD OR COMMISSION RECOMMENDATION	Not Applicable	
DEPARTMENT RECOMMENDATION	Staff Recommends Approval	
REFERENCE DOCUMENTS ATTACHED	Ordinance, Staff Report & Petition	

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CITY OF GRAIN VALLEY	**STATE OF MISSOURI**

BILL NO. *B16-04*	ORDINANCE NO.	_____
	SECOND READING	_____
INTRODUCED BY: *ALDERMAN WEST*	FIRST READING	*March 14, 2016 (6-0)*

AN ORDINANCE APPROVING A PETITION FOR ADDITION OF PROPERTY TO THE GRAIN VALLEY MARKETPLACE COMMUNITY IMPROVEMENT DISTRICT

WHEREAS, on September 27, 2010, the City of Grain Valley, Missouri ("City") approved the Grain Valley Marketplace Tax Increment Financing Plan (the "Redevelopment Plan"), determined that the Redevelopment Project Areas (1 through 4 – four corners of the Buckner-Tarsney Road and Interstate I-70) constitute a Blighted Area, selected SG Property Management, LLC (the "Original Developer") to implement Redevelopment Project Area 2, and authorize the City to enter into a contract with the Original Developer for implementation of Redevelopment Project 2 described in the Redevelopment Plan pursuant to the provisions of the Real Property Tax Increment Allocation Act, Sections 99.800 to 99.865, RSMo; and

WHEREAS, the Redevelopment Plan submitted by the Original Developer contemplated the formation of a community improvement district in order to assist in the financing of the project; and

WHEREAS, on August 30, 2010, pursuant to the CID Act, a Petition to Establish the Grain Valley Marketplace Community Improvement District ("Petition"), signed by (1) property owner(s) collectively owning more than fifty percent of the assessed property value of real property; and (2) more than fifty percent of the per capita owners of all real estate within the boundaries of the proposed Grain Valley Marketplace Community Improvement District (the "District") was filed with the City Clerk of the City of Grain Valley, Missouri (the "City"); and

WHEREAS, the Board of Aldermen, conducted a public hearing on September 15, 2010, and later approved the Petition and formed the Grain Valley Marketplace Community Improvement District; and

WHEREAS, since the approval of the Petition, the Original Developer ceased development of Redevelopment Project 2 after completing only a portion of the project; and

WHEREAS, a Second Amendment to the Redevelopment Plan ("Amended Redevelopment Plan") was filed for the purpose of naming STAR Acquisitions, Inc. ("Developer") as the new developer for Redevelopment Project 2, amending the boundaries of the Redevelopment Plan, and describing revised costs for Redevelopment Project 2 among other things; and

WHEREAS, the District boundary must also be amended in order to carry out the provisions of the Amended Redevelopment Plan; and

WHEREAS, Sections 67.1401 to 67.1571, RSMo as amended (the "CID Act") authorizes the governing body of any municipal corporation, upon receipt of a proper petition and after a public hearing, to adopt an ordinance adding property to a community improvement district; and

WHEREAS, on February 22, 2016, a Petition to the City of Grain Valley, Missouri For Addition of Property to the Grain Valley Marketplace Community Improvement District ("Petition to Add Property") was filed with the City Clerk pursuant to the CID Act; and

WHEREAS, as required by the CID Act, the City Clerk verified that the Petition to Add Property substantially complies with the CID Act; and

WHEREAS, the Board of Aldermen, following notification by the City Clerk, conducted a public hearing on March 14, 2016, after publishing the notice specified in Section 67.1431.3 of the CID Act and Section 67.2725, RSMo, copies of which publication and mailed notices are on file with the City Clerk; and

WHEREAS, all persons interested in the addition of property to the Grain Valley Marketplace Community Improvement District were allowed an opportunity to speak at the public hearing before the Board of Aldermen.

NOW, THEREFORE, BE IT ORDAINED by the Board of Aldermen of the City of Grain Valley, Missouri, as follows:

SECTION 1: That the Petition for Addition of Property to the Grain Valley Marketplace Community Improvement District, which is attached to this Ordinance as Exhibit A and incorporated herein, is hereby approved.

SECTION 2: That the District area was declared blighted by adoption of Ordinance No. 2107 on September 27, 2010 and that the property to be added to the District is a blighted area and that the use of District revenues as described in the Petition to Add Property is reasonably anticipated to assist with remediation of the blighted conditions within the property to be added to the District and will serve a public purpose.

SECTION 3: This ordinance shall be in full force and effect from and after its passage by the Board of Aldermen and approval by the Mayor according to law.

Passed by the Board of Aldermen this _____ day of _____, 2016.

ALDERMAN ARNOLD	_____	ALDERMAN HEADLEY	_____
ALDERMAN JOHNSTON	_____	ALDERMAN PALECEK	_____
ALDERMAN STANLEY	_____	ALDERMAN WEST	_____

MAYOR _____
(in the event of a tie only)

Approved as to form:

Jim Cook City Attorney	Mike Todd Mayor

ATTEST:

Chenéy Parrish
City Clerk

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PETITION TO THE CITY OF GRAIN VALLEY, MISSOURI

FOR ADDITION OF PROPERTY TO THE

GRAIN VALLEY MARKETPLACE
COMMUNITY IMPROVEMENT DISTRICT

PETITION FOR THE ADDITION OF PROPERTY TO THE

GRAIN VALLEY MARKETPLACE

COMMUNITY IMPROVEMENT DISTRICT

To the City Council of Grain Valley, Jackson County, Missouri (the "**City**"):

The undersigned real property owner (the "**Petitioner**"), being the owner collectively owning

(1) more than fifty percent (50%) by assessed value of the real property and

(2) more than fifty percent (50%) per capita of all owners of real property

within the boundaries of the hereinafter described property to be added to the Grain Valley Marketplace Community Improvement District (the "**Additional Property**"), does hereby petition and request that the City Council of the City of Grain Valley (the "**City Council**") add the Additional Property to the community improvement district as described herein under the authority of Sections 67.1401 to 67.1571, inclusive, RSMo (the "**CID Act**").

A. District Name. The name of the existing community improvement district (the "**District**") is:

Grain Valley Marketplace

Community Improvement District

B. Legal Description and Map. A legal description of the boundaries of the existing District is attached hereto as **Exhibit A-1**. A legal description of the Additional Property is attached as **Exhibit A-2**. A map of the existing District and Additional Property is attached as **Exhibit A-3** (the "**Expanded District**"). The District and the Additional Property are located entirely within the corporate boundaries of the City.

C. Five Year Plan. A five year plan stating a description of the purposes of the District, the improvements it will make and an estimate of costs of these improvements to be incurred is incorporated into the petition which established the District, attached hereto as **Exhibit B** (the "**Original Petition**"). The Original Petition was amended by the First Amendment to the Original Petition (the "**First Amendment**"), attached hereto as **Exhibit C**. Such five year plan now applies to the Expanded District.

D. Establishment as Political Subdivision. The Expanded District shall continue to operate as a political subdivision under the CID Act as described in the Original Petition.

E. Board of Directors. The operation and composition of the Board of Directors and the procedures for appointing interim and successor directors of the Expanded District shall continue as prescribed by the CID Act and the Original Petition.

F. Total Assessed Value. The Additional Property, other than the Breezeway Drive right-of-way, is all owned by Breeze Investments, LLC. The total assessed value of the Additional Property is $214. Information regarding the assessed value of each parcel is as follows:

37-530-03-27-00-0-00-000 = $50
37-530-03-25-00-0-00-000 = $50
37-530-03-24-00-0-00-000 = $38
37-530-03-23-00-0-00-000 = $38
37-530-01-07-00-0-00-000 = $38
Breezeway Drive right-of-way = $0

G. Determination of Blight, Blight remediation and Public Purpose. The Board of Aldermen of the City determined the District is a blighted area by adoption of Ordinance No. 2107 on September 27, 2010. In order for the District to be able to expend its revenues pursuant to RSMo § 67.1461.2, this Petition seeks the City Council's determination that the use of District revenues as described herein is reasonably anticipated to assist with remediation of the blighted conditions within the Expanded District and will serve a public purpose.

H. Term of Existence. The term of existence for the Expanded District shall continue as described in the Original Petition.

I. Sales Tax. Qualified voters of the CID approved a sales tax of one percent (1.0%) ("**District Sales Tax**"), in accordance with the CID Act, to assist in the funding of certain improvements and services that serve the property within the District. The District Sales Tax shall continue as described in the Original Petition and approved by the qualified voters of the CID, and shall apply to the Expanded District.

J. Maximum Special Assessment. Petitioners do not propose that special assessments be levied within the Expanded District.

K. Real Estate Tax and Business License Tax. Petitioners will not seek to submit to qualified voters any proposition for approval of a real property tax levy or business license taxes.

L. No Borrowing Capacity Limitation. Petitioners do not seek limitations on the borrowing capacity of the Expanded District.

M. No Revenue Limitations. Petitioners do not seek limitations on the revenue generation of the Expanded District.

N. No Power Limitation. Petitioners do not seek limitations on the powers of the Expanded District.

O. Petitioner Withdrawal Right Notice. **THE SIGNATURES OF THE SIGNERS OF THIS PETITION MAY NOT BE WITHDRAWN FROM THIS**

PETITION LATER THAN SEVEN (7) DAYS AFTER THE FILING HEREOF WITH THE CITY CLERK.

P. Severability. If any provision of this Petition shall be held or determined to be invalid, inoperative or unenforceable as applied in any particular case, or in all cases, because it conflicts with any other provision or provisions of this Petition or for any other reason such circumstances shall not have the effect of rendering the provision in question inoperative or unenforceable in any other case or circumstance, or of rendering any other provision contained in this Petition invalid, inoperative or unenforceable to any extent whatsoever.

WHEREFORE, Petitioner respectfully requests that the Board of Aldermen add the Additional Property to the Grain Valley Marketplace Community Improvement District in accordance with the information set forth in this Petition and take all other appropriate and necessary action that is consistent with the CID Act to add the Additional Property to the District.

[NO FURTHER TEXT; SIGNATURE PAGE FOLLOW]

EXECUTION PAGE FOR PETITION FOR THE ADDITION OF PROPERTY TO THE GRAIN VALLEY MARKETPLACE COMMUNITY IMPROVEMENT DISTRICT

Name of owner: Breeze Investments, LLC

Owner's telephone number:

Owner's mailing address:

State what type of entity:

- ☐ Corporation
- ☐ Limited Partnership
- ☐ Partnership
- ☐ Not-for-profit Corporation
- ☐ General Partnership
- ☒ Limited Liability Company
- ☐ Urban Redevelopment Corporation
- ☐ Other (specify) _____

Map and parcel numbers/ Assessed value:

37-530-03-27-00-0-00-000 = $50
37-530-03-25-00-0-00-000 = $50
37-530-03-24-00-0-00-000 = $38
37-530-03-23-00-0-00-000 = $38
37-530-01-07-00-0-00-000 = $38
TOTAL ASSESSED VALUE = $214

By executing this petition, the undersigned represents and warrants that he or she is authorized to execute this petition on behalf of the property owner named immediately above. The undersigned also acknowledges that his/her signature may not be withdrawn later than seven days after this Petition is filed with the clerk of the City.

Date: February 2, 2016

BREEZE INVESTMENTS, LLC,
A Missouri limited liability company

By: Bruce Casey Member
Name:
Title:

STATE OF MISSOURI)
COUNTY OF JACKSON)

On this 2ND day FEBRUARY, 2016, before me, a Notary Public, personally appeared BRUCE CASEY + ROBERT FRIST of BREEZE INVESTMENTS, LLC, a Missouri limited liability company, known to me to be the person described in the foregoing instrument and who, pursuant to due authority, executed the same on behalf of said company.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year last above written.

Notary Public:

NOTARY PUBLIC NOTARY SEAL STATE OF MISSOURI

LISA G. GOLDSMITH
My Commission Expires
May 27, 2019
Jackson County
Commission #15388499

My Commission Expires:

5-27-19

52107165.2

EXHIBIT A-1

BOUNDARY DESCRIPTION OF EXISTING

COMMUNITY IMPROVEMENT DISTRICT

All that part of the SE¼ of the SW¼ of Section 26, Township 49, Range 30 in Grain Valley, Jackson County, Missouri, more particularly described as follows: Commencing at State Route BB Centerline Sta. 1016+10, said point being 0.46 feet West of the West line of the SE¼ of the SW¼ of said Section 26 and 525.99 feet North of the Southwest corner thereof; thence due East and right angles to said Route BB Centerline 40 feet to the true point of beginning of subject tract. Said point also being on the Easterly right-of-way line of said Missouri Route BB; thence Northerly along the Easterly right-of-way line of said Missouri Route BB, to a point on the Westerly extension of the South line of the THE BREEZEWAY EXCLUSIVE BUSINESS PARK, a subdivision of land now in the City of Grain Valley, Jackson County, Missouri; thence Easterly along the Southerly line of said THE BREEZEWAY EXCLUSIVE BUSINESS PARK, to the most Southerly Southeast corner of Lot 14 of said THE BREEZEWAY EXCLUSIVE BUSINESS PARK, thence Easterly to the most Southerly Southwest corner of Lot 12 of said THE BREEZEWAY EXCLUSIVE BUSINESS PARK, thence Easterly along the Southerly line of said THE BREEZEWAY EXCLUSIVE BUSINESS PARK to the Southeast corner thereof, said point also being the Northeast corner of the SE¼ of the SW¼ of said Section 26; thence Southerly along the East line of the SE¼ of the SW¼ of said Section 26, to a point 378.80 feet, South of the North line thereof; thence West along a line 378.80 feet South of and parallel with the North line of the SE¼ of the SW¼ of said Section 26, to a point on the East line of the E½ of the W½ of the

SE¼ of the SW¼ of said Section 26; thence Southerly along the East line of the E½ of the W½ of the SE ¼ of the SW¼ of said Section 26 to a point on the North right-of-way line of Interstate Highway No. 70, as now established; thence Westerly along the North right-of-way line of said Highway No. 70 to a point on the West line of the E½ of the W½ of the SE¼ of the SW¼ of said Section 26; thence Southerly along the West line of the E½ of the W½ of the SE¼ of the SW¼ of said Section 26 to a point on the Northerly edge of the westbound exit ramp of Interstate Highway No. 70; thence Westerly along the Northerly edge of said exit ramp to a point on the Southerly extension of the Easterly right-of-way line of said Missouri State Route BB; thence northerly along the Southerly extension of the Easterly right-of-way line said Missouri Route BB, to the point of beginning, except for that part thereof designated as Parcel 12, Tracts I and II, and Parcel 13 described below:

PARCEL 12 - TRACT I

Commencing at the Southwest Corner of the Southeast Quarter of the Southwest Quarter of Section 26, Township 49, Range 30, in the City of Grain Valley, Jackson County, Missouri, thence North 00 degrees 50 minutes 00 seconds West along the West line of the Southeast Quarter of the Southwest Quarter of Section 26, Township 49, Range 30, a distance of 525.99 feet, thence North 89 degrees 18 minutes 41 seconds East, a distance of 403.93 feet; thence North 00 degrees 02 minutes 59 seconds East, a distance of 90.87 feet; thence North 89 degrees 18 minutes 41 seconds East, a distance of 15.00 feet to the True Point of Beginning of this description; thence continuing North 89 degrees 18 minutes 41 seconds East, a distance of 225.46 feet to a point that is 19.00 feet West of the East line of the West One half of the Southeast Quarter of the Southwest Quarter of Section 26, Township 49, Range 30; thence South 00 degrees 52 minutes 03 seconds East parallel to and 19.00 feet West of the East line of the West One half of said Quarter Quarter Section, a distance of 328.38 feet to a point on the

Northerly right of way line of Interstate Route 70 as now established; thence South 78 degrees 29 minutes 59 seconds West along said Northerly right of way line, a distance of 154.84 feet, thence North 71 degrees 28 minutes 05 seconds West along the Northerly right of way line of Interstate Route 70, a distance of 19.83 feet:, thence North 18 degrees 31 minutes 55 seconds East, a distance of 37.50 feet; thence South 71 degrees 28 minutes 05 seconds East, a distance of 34.50 feet, thence North 18 degrees 31 minutes 55 seconds East, a distance of 5.00 feet: thence North 71 degrees 28 minutes 05 seconds West, a distance of 34.50 feet; thence North 18 degrees, 31 minutes 55 seconds East, a distance of 6.55 feet; thence North 71 degrees 28 minutes 05 seconds West, a distance of 10.00 thence South 18 degrees 31 minutes 55 seconds West, a distance of 6.55 feet; thence North 71 degrees 28 minutes 05 seconds West, a distance of 30.50 feet; thence south 18 degrees 31 minutes 55 seconds West, a distance of 5.00 feet; thence South 71 degrees 28 minutes 05 seconds East, a distance of 30.50 feet; thence South 18 degrees 31 minutes 55 seconds West, a distance of 37.50 feet to a point on the Northerly right of way line at Interstate Route 70; thence North 71 degrees 28 minutes 05 seconds West along said Northerly right of way line, a distance of 51.75 feet; thence North 18 degrees 31 minutes 55 seconds East, a distance of 12.00 feet to the point of curve to the left having a radius of 114.07 feet; thence Northeasterly and Northwesterly along said curve to the left, a distance of 58.39 feet to the point of tangent of said curve; thence North 10 degrees 47 minutes 44 seconds West, a distance of 21.62 feet to the point of curve to the right having a radius of 286.03 feet; thence Northwesterly and Northerly along said curve to the right, a distance of 54.14 feet to the point of tangent of said curve; thence North 00 degrees 02 minutes 59 seconds East, a distance of 186.26 feet to the True Point of Beginning of this description.

PARCEL 12 - TRACT II

Commencing at the Southwest corner of the Southeast Quarter of the Southwest Quarter of Section 26, Township 49, Range 30, in the City of Grain Valley, Jackson County, Missouri; thence North 00 degrees 50 minutes 00 seconds West along the West line of the Southeast Quarter of the Southwest Quarter of section 26, Township 49, Range 30, a distance of 525.99 feet; thence North 89 degrees 18 minutes 41 seconds East, a distance of 403.93 feet; thence North 00 degrees 02 minutes 59 seconds East a distance of 90.87 feet; thence North 89 degrees 18 minutes 41 seconds East, a distance of 240.46 feet to the True Point of Beginning of this descriptions thence continuing North 89 degrees 18 minutes 41 seconds East, a distance of 19.00 feet to a point on the East line of the West One half of the Southeast Quarter of the southwest Quarter of said Section 26, Township 49, Range 30; thence South 00 degrees 52 minutes 03 seconds East along the East line of the West One half of the Southeast Quarter of the Southwest Quarter of said Section 26, a distance of 324.51 feet thence South 78 degrees 29 minutes 50 seconds West, a distance of 19.39 feet; thence North 00 degrees 52 minutes 03 seconds East, a distance of 328.38 feet to the True Point of Beginning of this description.

PARCEL 13

A tract of land in the West one-half of the Southeast Quarter of the Southwest Quarter of Section 26, Township 49, Range 30, in Jackson County, Missouri, more particularly described as follows: Commencing at the Southeast corner of said Southwest Quarter; thence South 89 degrees 44 minutes 52 seconds West along the South line of said Southwest Quarter a distance of 1330.41 feet to the Southwest corner of said Quarter Quarter Section; thence North 00 degrees 50 minutes 00 seconds West along the West line of said Quarter Quarter Section a distance of 525.99 feet to a point on the North line of a tract of land conveyed to the State of

Missouri for Interstate Route No. I-70 right of way as recorded in Document No. 729919 in Book 1344 at Page 135; thence North 89 degrees 18 minutes 41 seconds East along said North line and along the North line of the tract of land described in Document No. I-313125 recorded in Book I-811 at Page 54, a distance of 327.51 feet to the Northeast corner of the last said tract; thence South 00 degrees 02 minutes 59 seconds West a distance of 165.94 feet (deed 164.35 feet) to a point on the Northerly line of a tract of land conveyed to the State Highway Commission of Missouri, as described in Document No. 727313 in Book 1336 at Page 570 on July 9, 1959; thence South 36 degrees 04 minutes 30 seconds East along said Northerly right of way line a distance of 67.58 feet; thence continuing along said Northerly right of way on a bearing of South 71 degrees 28 minutes 05 seconds East a distance of 107.75 feet to the True Point of Beginning of this description; thence North 18 degrees 31 minutes 55 seconds East a distance of 37.50 feet; thence North 71 degrees 28 minutes 05 seconds West a distance of 30.50 feet; thence North 18 degrees 31 minutes 55 seconds East a distance of 5.00 feet; thence South 71 degrees 28 minutes 05 seconds East a distance of 30.50 feet; thence North 18 degrees 31 minutes 55 seconds East a distance of 6.55 feet; thence South 71 degrees 28 minutes 05 seconds East a distance of 10.00 feet; thence South 18 degrees 31 minutes 55 seconds West a distance of 6.55 feet; thence South 71 degrees 28 minutes 05 seconds East a distance of 34.50 feet; thence South 18 degrees 31 minutes 55 seconds West a distance of 5.00 feet; thence North 71 degrees 28 minutes 05 seconds West a distance of 34.50 feet; thence South 18 degrees 31 minutes 55 seconds West a distance of 37.50 feet to a point on the Northerly right of way line of Interstate Route No. I-70; thence North 71 degrees 28 minutes 05 seconds West along the Northerly right of way line of said Interstate Route No. I-70 a distance of 10.00 feet to the True Point of Beginning of this description, EXCEPT that part, if any, in roads.

EXHIBIT A-2
BOUNDARY DESCRIPTION OF ADDITIONAL PROPERTY TO BE ADDED TO COMMUNITY IMPROVEMENT DISTRICT

Lots 1, 15, 16, 17 and 18, The Breezeway Executive Business Park, a subdivision in Grain Valley, Jackson County, Missouri, according to the recorded plat thereof, as well as that portion of land thereon platted as right-of-way for Breezeway Drive.

EXHIBIT A-3

CID DISTRICT MAP

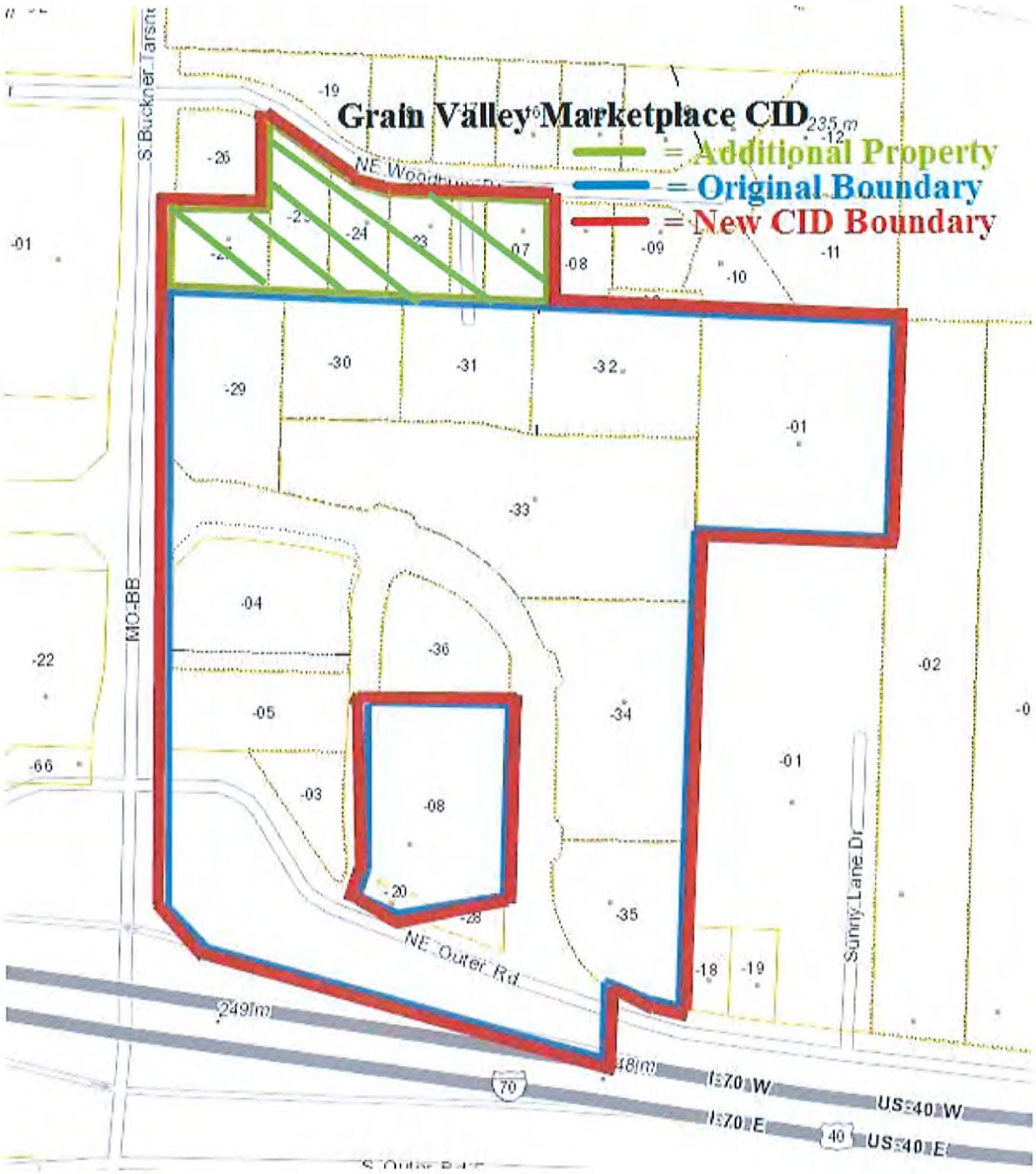

EXHIBIT B

ORIGINAL PETITION FOR THE ESTABLISHMENT OF THE

GRAIN VALLEY MARKETPLACE COMMUNITY IMPROVEMENT DISTRICT

(SEE ATTACHED)

EXHIBIT C

FIRST AMENDMENT TO THE ORIGINAL PETITION FOR THE ESTABLISHMENT OF THE GRAIN VALLEY MARKETPLACE COMMUNITY IMPROVEMENT DISTRICT

(SEE ATTACHED)

LAUBER MUNICIPAL LAW, LLC

Serving those who serve the public

Memo

To: Mayor and Board of Aldermen
Ryan Hunt, City Administrator

From: Joe Lauber, City Special Economic Development Legal Counsel

Date: March 9, 2016

Re: Outline of Key Points of Petition to Add Property to the Grain Valley Marketplace Community Improvement District

---

ISSUE/REQUEST: The owners of more than 50% of real property within the proposed area to be added to the Grain Valley Marketplace Community Improvement District ("CID" or "District") have requested the Board of Aldermen consider the adoption of an ordinance approving the addition of property to the CID. The CID is a component of the financing for the Grain Valley Marketplace Tax Increment Financing Redevelopment Plan ("TIF Plan"). More specifically, the CID provides funding for CID eligible improvements and operation and administration of the District.

BACKGROUND/EXPLANATION: On February 22, 2016, STAR Acquisitions, Inc. ("Developer"), on behalf of certain property owners within the proposed area to be added to the CID ("Petitioners") filed with the City Clerk a Petition to Add Property to the Grain Valley Marketplace Community Improvement District (the "Petition") pursuant to Sections 67.1401 through 67.1571, RSMo, (the "CID Act").

Upon receipt of the Petition, the City Clerk with the assistance of the City's special counsel, reviewed the Petition and determined on or about February 24, 2016, that the Petition substantially complies with the requirements of Sections 67.1421.2 and 67.1441.2, RSMo.

The CID Act requires the Board of Aldermen to hold a public hearing and further provides that after the close of the public hearing, the Board of Aldermen may adopt an ordinance approving the petition and adding property to the District as set forth in the petition. The City provided the statutorily required notice of a public hearing on the addition of property to the district. On March 14, 2016, the Board of Aldermen will hold a public hearing to consider the Petition.

Summary of Contents of CID Petition

- Signed by more than 50% of the owners of property located within the proposed area to be added measured on a "per-capita" and an assessed value basis. In this case the Property to be added is owned by a single entity, Breeze Investments, LLC. Mr. Casey, member of the Breeze Investments, LLC signed the Petition. Therefore the Petition was signed by 100% of the property owners by both per-capita and assessed value basis.

- Name of District: the Grain Valley Marketplace Community Improvement District.

- A legal description and map of the District were attached to the Petition as required by statute

- If the annexation is approved the existing district, including the newly annexed property, (the "Expanded District") will continue to operate as a political subdivision of the State of Missouri

- District Governance:

    - The District will continue to be governed by a 5-member Board of Directors

    - The operation and composition of the Board of Directors and the procedures for appointing interim and successor directors of the Expanded District shall continue as prescribed by the CID Act and the Original Petition.

- Funding Mechanisms:

    - 1% sales tax to assist in funding of certain improvements and services that serve the property within the District. The District Sales Tax shall continue as described in the Original Petition and approved by the qualified voters of the CID, and shall apply to the Expanded District.

- Term of Existence:

    - The District shall remain in existence for the lifetime of the Grain Valley Marketplace TIF, plus the earlier of (a) seven (7) years; or (b) the length of time required to reimburse all post-TIF CID-eligible expenses, plus any other CID-eligible expenses.

    - The Petition does not propose to change the term of existence.

- Blight Determination:
    - The Petitioners are seeking a blight finding as to the area being added to the District and that revenues are reasonably anticipated to assist with remediation of the blighted conditions within the District and will serve a public purpose.
- Five Year Plan (Exhibit B to the Original Petition):
    - This Petition does not propose to change anything in the Five Year Plan.

STAFF RECOMMENDATION: After conducting a thorough review of the Petition, along with the assistance of Lauber Municipal Law, LLC, the City's special counsel for economic development matters, it is City staff's and consultant's conclusion that the Board of Aldermen has the information necessary to approve the Petition for the Addition of Property to the Grain Valley Marketplace CID**.**

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Resolutions

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CITY OF GRAIN VALLEY BOARD OF ALDERMEN AGENDA ITEM		
MEETING DATE	03/28/2016	
BILL NUMBER	R16-16	
AGENDA TITLE	**A RESOLUTION BY THE BOARD OF ALDERMEN OF THE CITY OF GRAIN VALLEY, MISSOURI AUTHORIZING THE CITY ADMINISTRATOR TO PURCHASE A JOHN DEERE 997R ZERO TURN COMMERCIAL MOWER**	
REQUESTING DEPARTMENT	Parks and Recreation, Maintenance	
PRESENTER	Shannon Davies, Director of Parks and Recreation	
FISCAL INFORMATION	Cost as recommended:	$15,570.12
	Budget Line Item:	200-22-78500
	Balance Available	$19,000.00
	New Appropriation Required:	[ ] Yes [X] No
PURPOSE	To provide reliable, fuel efficient, and clean emission mowing equipment	
BACKGROUND	This is a Budgeted Capital item approved in the 2016 Fiscal Year Budget	
SPECIAL NOTES	None	
ANALYSIS	None	
PUBLIC INFORMATION PROCESS	The Board of Aldermen held work sessions on 09/24/2015, 10/08/2015, 10/19/2015, and 11/02/2015 to discuss the 2016 Fiscal Year Budget; and the budget was approved on 11/23/2015 via Ordinance #2374.	
BOARD OR COMMISSION RECOMMENDATION	Park Board recommends approval	

DEPARTMENT RECOMMENDATION	Staff Recommends Approval
REFERENCE DOCUMENTS ATTACHED	Quote, Memo

CITY OF GRAIN VALLEY | **STATE OF MISSOURI**

March 28, 2016

RESOLUTION NUMBER
R16-16

SPONSORED BY:
ALDERMAN PALECEK

A RESOLUTION BY THE BOARD OF ALDERMEN OF THE CITY OF GRAIN VALLEY, MISSOURI AUTHORIZING THE CITY ADMINSTRATOR TO PURCHASE A JOHN DEERE 997R ZERO TURN COMMERICAL MOWER

WHEREAS, the Board of Aldermen of the City of Grain Valley, Missouri is dedicated to public safety and health; and

WHEREAS, the replacement of this mower is a scheduled replacement per the Vehicle and Equipment Replacement Program (VERP); and

WHEREAS, the Board of Aldermen has set the funds aside for this capital equipment purchase in the 2016 Fiscal Year Budget via Ordinance #2347; and

WHEREAS, the purchase of this mower through Mid America Regional Council Contract (MARC) falls within the specified guidelines of the City's Purchasing Policy.

NOW THEREFORE, BE IT RESOLVED by the Board of Aldermen of the City of Grain Valley, Missouri as follows:

SECTION 1: The City Administrator is hereby authorized to purchase a John Deere 997R zero turn commercial mower from Lawn and Leisure as quoted via the MARC Contract.

PASSED and APPROVED, via voice vote, (-) this __ Day of _____, 2016.

_____
Mike Todd
Mayor

ATTEST:

_____
Chenéy Parrish
City Clerk

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Memorandum

To: Shannon Davies, Director of Parks and Recreation; Ryan Hunt, City Administrator

CC: Tom Chamberlain, Operations Manager

From: Andrew Woltz, Mechanic

Date: 03/14/2016

Re: Parks and Recreation Mower Purchase

This mower replaces an existing mower in the Parks maintenance fleet that has reached the target replacement period. The replacement mower is a John Deere 997R commercial zero turn with a sixty inch cutting deck. The current John Deere 997 commercial zero turn in the fleet had no issues while in use last season.

The goal in having these two John Deere 997 series mowers in the Park Maintenance fleet is to be able to extend the replacement cycle. We want to try and lengthen the useful life of these mowers from 1,000 hours (current) to 1,500 hours. An evaluation when the mowers reach 1,500 hours on maintenance and repair costs will help determine the possibility to extend the replacement cycle further. In extending the target replacement hours with capable machines, we will realize a reduction in capital equipment costs over years to come.

The current mower up for replacement will be traded into the dealership, reducing total upfront cost. Trade in value is what the last mower sent to auction brought back to the City. Utilizing Mid America Regional Council Contract, MARC, allows purchasing direct from John Deere, not the dealer. Using the MARC contract yields a savings of 22.5% discount. Going to the dealer would only yield a 10% discount.

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Quote Id: 12914433

ALL PURCHASE ORDERS MUST BE MADE OUT TO (VENDOR):
Deere & Company
2000 John Deere Run
Cary, NC 27513
FED ID: 36-2382580; DUNS#: 60-7690989

ALL PURCHASE ORDERS MUST BE SENT TO DELIVERING DEALER:
Lawn & Leisure - Lees Summit
706 Se Blue Parkway
Lees Summit, MO 64063
816-524-6695
KraftS@LawnandLeisure.com

Prepared For:
City Of Grain Valley

Proposal For:
City Of Grain Valley

Delivering Dealer:
W.r. Vietze

Lawn & Leisure - Lees Summit
706 Se Blue Parkway
Lees Summit, MO 64063

816-524-6695
KraftS@LawnandLeisure.com

Quote Prepared By:
w.r. vietze
816-590-9424
vietzee@lawnandleisure.com

Date: 09 March 2016

Offer Expires: 09 April 2016

ALL PURCHASE ORDERS MUST BE MADE OUT TO (VENDOR):
Deere & Company
2000 John Deere Run
Cary, NC 27513
FED ID: 36-2382580; DUNS#: 60-7690989

ALL PURCHASE ORDERS MUST BE SENT TO DELIVERING DEALER:
Lawn & Leisure - Lees Summit
706 Se Blue Parkway
Lees Summit, MO 64063
816-524-6695
KraftS@LawnandLeisure.com

Quote Summary

Prepared For:
City Of Grain Valley
MO

Delivering Dealer:
Lawn & Leisure - Lees Summit
W.r. Vietze
706 Se Blue Parkway
Lees Summit, MO 64063
Phone: 816-524-6695
Mobile: 816-590-9424
vietzee@lawnandleisure.com

Quote ID:	12914433
Created On:	09 March 2016
Last Modified On:	09 March 2016
Expiration Date:	09 April 2016

Equipment Summary	**Selling Price**		**Qty**		**Extended**
JOHN DEERE Z997R DIESEL W 60" 7-GUAGE SIDE DISCHARGE DECK **Contract:** TX HGAC GR01-15 **Price Effective Date:** March 9, 2016	$ 18,570.12	X	1	=	$ 18,570.12
Equipment Total					**$ 18,570.12**

Trade In Summary	**Qty**	**Each**	**Extended**
GRASSHOPPER 725d - 610967	1	$ 3,000.00	$ 3,000.00
PayOff			$ 0.00
Total Trade Allowance			$ 3,000.00
Trade In Total			**$ 3,000.00**

* Includes Fees and Non-contract items

Quote Summary	
Equipment Total	$ 18,570.12
Trade In	$ (3,000.00)
SubTotal	**$ 15,570.12**
Total	$ 15,570.12
Down Payment	(0.00)
Rental Applied	(0.00)
Balance Due	**$ 15,570.12**

Salesperson : X _____

Accepted By : X _____

Selling Equipment

Quote Id: 12914433 **Customer Name:**

ALL PURCHASE ORDERS MUST BE MADE OUT TO (VENDOR):
Deere & Company
2000 John Deere Run
Cary, NC 27513
FED ID: 36-2382580; DUNS#: 60-7690989

ALL PURCHASE ORDERS MUST BE SENT TO DELIVERING DEALER:
Lawn & Leisure - Lees Summit
706 Se Blue Parkway
Lees Summit, MO 64063
816-524-6695
KraftS@LawnandLeisure.com

JOHN DEERE Z997R DIESEL W 60" 7-GUAGE SIDE DISCHARGE DECK

Hours:

Stock Number:

Contract: TX HGAC GR01-15 **Selling Price ***

Price Effective Date: March 9, 2016 $ 18,570.12

* Price per item - includes Fees and Non-contract items

Code	Description	Qty	List Price	Discount%	Discount Amount	Contract Price	Extended Contract Price
0910TC	Z997R Commercial L. C. Diesel Max-Frame Z-Trak with 60 In. Side Discharge 7-Iron PRO Deck	1	$ 23,335.00	22.50	$ 5,250.38	$ 18,084.62	$ 18,084.62
	Standard Options - Per Unit						
001A	United States/Canada	1	$ 0.00	22.50	$ 0.00	$ 0.00	$ 0.00
2011	Comfort Adjust Suspension Seat with Armrests	1	$ 375.00	22.50	$ 84.38	$ 290.62	$ 290.62
	Standard Options Total		**$ 375.00**		**$ 84.38**	**$ 290.62**	**$ 290.62**
	Dealer Attachments/Non-Contract/Open Market						
BTC10674	Rear Bumper Kit	1	$ 251.46	22.50	$ 56.58	$ 194.88	$ 194.88
	Dealer Attachments Total		**$ 251.46**		**$ 56.58**	**$ 194.88**	**$ 194.88**
	Suggested Price						**$ 18,570.12**
Total Selling Price			**$ 23,961.46**		**$ 5,391.34**	**$ 18,570.12**	**$ 18,570.12**

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CITY OF GRAIN VALLEY BOARD OF ALDERMEN AGENDA ITEM		
MEETING DATE	03/28/2016	
BILL NUMBER	R16-17	
AGENDA TITLE	**A RESOLUTION BY THE ALDERMEN OF THE CITY OF GRAIN VALLEY, MISSOURI AUTHORIZING THE CITY ADMINISTRATOR TO ENTER INTO AN AGREEMENT WITH JACKSON COUNTY, MISSOURI FOR DISTRIBUTION OF COMBAT FUNDS OF $75,764.00 FOR THE 2016 FISCAL YEAR**	
REQUESTING DEPARTMENT	Police Department	
PRESENTER	R. David Starbuck, Chief of Police	
FISCAL INFORMATION	Cost as recommended:	Not Applicable
	Budget Line Item:	100-00-45000
	Balance Available	Not Applicable
	New Appropriation Required:	[ ] Yes [X] No
PURPOSE	To collect payment from Jackson County, Missouri's COMBAT Tax. This is an Anti-Drug Sales Tax in the amount of $75,764.00	
BACKGROUND	None	
SPECIAL NOTES	Upon execution of this agreement, a payment equal to one-half of the contract amount, totaling $37,882.00, will be submitted to the City of Grain Valley and the remaining amount will be submitted to the City prior to the end of the City's fiscal year.	
ANALYSIS	None	
PUBLIC INFORMATION PROCESS	None	

BOARD OR COMMISSION RECOMMENDATION	None
DEPARTMENT RECOMMENDATION	Staff Recommends Approval
REFERENCE DOCUMENTS ATTACHED	Resolution & Agreement

CITY OF GRAIN VALLEY | **STATE OF MISSOURI**

March 28, 2016

RESOLUTION NUMBER
R16-17

SPONSORED BY
ALDERMAN ARNOLD

A RESOLUTION BY THE BOARD OF ALDERMEN OF THE CITY OF GRAIN VALLEY, MISSOURI AUTHORIZING THE CITY ADMINISTRATOR TO ENTER INTO AN AGREEMENT WITH JACKSON COUNTY, MISSOURI FOR DISTRIBUTION OF COMBAT FUNDS OF $75,764.00 FOR THE 2016 FISCAL YEAR

WHEREAS, the City of Grain Valley has requested funds provided by the Jackson County Anti-Drug Sales Tax Funds to assist the City in defraying certain costs of its Drug Abuse Resistance Education ("DARE") program; and

WHEREAS, upon execution of this agreement, a payment equal to one-half of the agreed amount, totaling $37,882.00, will be issued to the City of Grain Valley, and

WHEREAS, the remaining amount of $37,882 will be submitted to the City prior to the end of the City's 2016 fiscal year;

NOW THEREFORE, BE IT RESOLVED by the Board of Aldermen of the City of Grain Valley, Missouri as follows:

SECTION 1: The City Administrator is hereby authorized to enter into an agreement with Jackson County, Missouri for distribution of COMBAT funds of $75.764.00 for the 2016 fiscal year.

PASSED and APPROVED, via voice vote, ( ) this h Day of , 2016.

_____
Mike Todd
Mayor

ATTEST:

_____
Chenéy Parrish
City Clerk

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RES. 19082

AGREEMENT

(2016 COMBAT Drug Commission DARE)

AN AGREEMENT by and between Jackson County, Missouri, hereinafter referred to as “County”, and, **CITY OF GRAIN VALLEY, MISSOURI, 711 MAIN STREET, GRAIN VALLEY, MO 64029**, hereinafter referred to as "the City" made and entered into this _____ day of _____, 2016.

WHEREAS, the City has requested funding from County’s Anti-Drug Sales Tax Funds to assist the City in defraying certain costs of its Drug Abuse Resistance Education (DARE) or similar anti-drug program; and,

WHEREAS, the County’s COMBAT Drug Commission recommended and the County Legislature approved the City’s request as an appropriate expenditure of Anti-Drug Sales Tax Funds; and,

WHEREAS, this Agreement provides a suitable mechanism by which the designated County funds shall be disbursed to the City;

NOW THEREFORE it is agreed by and between the parties as follows:

1. The County agrees to pay to the City a total amount not to exceed **$75,764.00**. Upon execution of this contract, an advance payment equal to one-half of the contract amount, totaling **$37,882.00** will be submitted to the City. Prior to September 30, 2016, and upon receipt and approval of the previous DARE Semester Report, the final payment equal shall be made. This award is contingent upon collection of sales taxes as budgeted at the time of the contract award. If COMBAT funds are reduced, contractor will be informed of necessary contract revisions, as provided for in this Agreement.

2. The County agrees and acknowledges that the City shall use the proceeds of this Agreement, together with City funds and any federal or state grant funds which may have been awarded, to cover certain expenses of its DARE or similar anti-drug program, all as is more fully set out in the funding request and other documents attached hereto as Exhibits A.

3. The City agrees that all proceeds of this Agreement shall be subject to audit by the County’s Legislative Auditor or such other auditor as the County may designate. Additionally, the City agrees to contract for the performance of a comprehensive audit in conformance with the Single Audit Act of 1984, and to forward two copies of the audit report to the COMBAT Drug Commission, one of which will be forwarded to the County’s Department of Finance and Purchasing.

4. The City shall provide an annual program report at the end of each calendar year summarizing all activities of its DARE or similar anti-drug program to the

COMBAT Drug Commission containing such particulars as said Commission might specify.

5. If the City receives or obtains any media attention because of this project, the City is required to acknowledge that funding for the project is from COMBAT funds. Printed material involving this program shall contain the COMBAT logo and a COMBAT sign shall be posted at the program site(s) for the duration for the contract.

6. This Agreement shall be effective as of January 1, 2016, and extend through December 31, 2016, for expenses incurred during the same time period.

7. The City shall indemnify, defend, and hold the County harmless from any and all claims, liabilities, damages, and costs (including reasonable attorney's fees directly related thereto) to the extent allowable by law caused by the negligence or willful misconduct of the City or its employees, agents or representatives.

8. If the City shall default in the performance or observation of any term or condition herein, the County shall give the City ten (10) days' written notice setting forth the default. If said default shall continue for ten (10) days after the City receives written notice thereof, the County may at its election terminate the Agreement and withhold any payments not yet made to the City. Said election shall not in any way limit the County's right to sue for breach of contract.

9. The City warrants that no officer or employee of the County, whether elected or appointed, shall in any manner whatsoever be interested in or receive any benefit from the profits or emoluments of this Agreement.

10. Pursuant to §285.530.1, RSMo, Organization assures that it does not knowingly employ, hire for employment, or continue to employ an unauthorized alien to perform work within the State of Missouri and/or Jackson County, and shall affirm, by sworn affidavit and provision of documentation, its enrollment and participation in a federal work authorization program with respect to the employees working in connection with the contracted services. Further, Organization shall sign an affidavit, attached hereto and incorporated herein as Exhibit B, affirming that it does not knowingly employ any person who is an unauthorized alien in connection with the contracted services.

11. This Agreement may be terminated for any reason or no reason by either of the parties upon thirty (30) days written notice to the party's designated fiscal representative. All services and payments shall continue through the effective date of termination. Termination of this Agreement shall not constitute a waiver of the rights or obligations which the County or the City may be entitled to receive as provided in this Agreement, or be obligated to perform under this Agreement for services prior to the date of termination. Should this Agreement terminate, all County written materials of any kind must be delivered and returned by the City

to the County within ten (10) days of the termination of this Agreement.

IN WITNESS WHEREOF, this Agreement has been executed this _____ day of _____, 2016.

APPROVED AS TO FORM:

_____
W. Stephen Nixon
County Counselor

JACKSON COUNTY, MISSOURI

By: _____
Frank White, Jr.
County Executive

ATTEST:

_____
Mary Jo Spino
Clerk of the County Legislature

CITY OF GRAIN VALLEY, MISSOURI

By: _____

Title: _____

Date: _____

REVENUE CERTIFICATE

I hereby certify that there is a balance otherwise unencumbered to the credit of the appropriation to which this contract is chargeable, and a cash balance otherwise unencumbered in the treasury to the credit of the fund from which payment is to be made, each sufficient to meet the obligation of **$75,764.00**, which is hereby authorized.

_____
Date

_____
Director of Finance and Purchasing
Account No.008-4403-56005

Exhibit B

WORK AUTHORIZATION AFFIDAVIT

As a condition for any service provided to the County, a business entity shall, by sworn affidavit and provision of documentation, affirm its enrollment and participation in a federal work authorization program with respect to the employees working in connection with the contracted services.

Business entity, as defined in section 285.525, RSMo pertaining to section 285.530, RSMo, is any person or group of persons performing or engaging in any activity, enterprise, profession, or occupation for gain, benefit, advantage, or livelihood. The term "business entity" shall include but not be limited to self-employed individuals, partnerships, corporations, contractors, and subcontractors. The term "business entity" shall include any business entity that possesses a business permit, license, or tax certificate issued by the state, any business entity that is exempt by law from obtaining such a business permit, and any business entity that is operating unlawfully without such a business permit.

Every such business entity shall complete the following affidavit affirming that it does not knowingly employ any person who is an unauthorized alien in connection with the contracted services. The completed affidavit must be returned as a part of the contract documentation.

This affidavit affirms that **City of Grain Valley, Missouri**, (Organization name) is enrolled in, and is currently participating in, E-verify or any other equivalent electronic verification of work authorization operated by the United States Department of Homeland Security under the Immigration Reform and Control Act of 1986 (IRCA); and, **City of Grain Valley, Missouri**, does not knowingly employ any person who is an unauthorized alien in conjunction with the contracted services.

In Affirmation thereof, the facts stated above are true and correct. (The undersigned understands that false statements made in this filing are subject to the penalties provided under section 575.040, RSMo.)

_____	_____
Authorized Representative's Signature	Printed Name
_____	_____
Title	Date

Subscribed and sworn before me this _____ day of _____, 2016. I am commissioned as a notary public within the County of _____, State of _____, and my commission expires on _____.

_____	_____
Signature of Notary	Date

CITY OF GRAIN VALLEY BOARD OF ALDERMEN AGENDA ITEM		
MEETING DATE	03/28/2016	
BILL NUMBER	R16-18	
AGENDA TITLE	**A RESOLUTION BY THE BOARD OF ALDERMEN OF THE CITY OF GRAIN VALLEY, MISSOURI APPROVING A THREE (3) YEAR COOPERATIVE BETWEEN THE CITY AND THE GRAIN VALLEY ECONOMIC DEVELOPMENT CORPORATION**	
REQUESTING DEPARTMENT	Administration	
PRESENTER	Ryan Hunt, City Administrator	
FISCAL INFORMATION	Cost as recommended:	$32,000
	Budget Line Item:	170-70-72000
	Balance Available:	Not applicable
	New Appropriation Required:	[ ] Yes [X] No
PURPOSE	To provide the budgeted investment support to the Grain Valley Economic Development Corporation, a 501 (c)(3) corporation of Missouri	

BACKGROUND	The City commissioned the GVEDC Task Force to research and create an independence 501 (c)(3). In 2008, the GVEDC was formed and was prepared to begin handling EDC operations on behalf of the City. The EDC Board of Directors met on a regular basis to provide visioning and a strategy of ED efforts, but could not raise support for the GVEDC to begin to grow. In early 2015, City staff and the Board of Directors began to restructure the GVEDC in an effort to make the organization a functional EDC. The GVEDC has received a commitment of funding from Central Jackson County Fire Protection District of $5,000 annually, an additional $5,000 from the Grain Valley School District, and approximately $30,000 of private investment. In early 2016, a hiring subcommittee identified a candidate to serve as the Executive Director of the GVEDC. Accordingly, the GVEDC has requested the budgeted disbursement of funds from the City. This resolution will approve a three year agreement for funding based on the stipulations and deliverables described in the Cooperative Agreement.
SPECIAL NOTES	The annual amount of funding from the City is $35,000. This request is for $32,000 as the City has advanced disbursements of approximately $3,000 to date for the recruitment and selection of the candidate.
ANALYSIS	None
PUBLIC INFORMATION PROCESS	None
BOARD OR COMMISSION RECOMMENDATION	None
DEPARTMENT RECOMMENDATION	Staff recommends approval
REFERENCE DOCUMENTS ATTACHED	Resolution, Cooperative Agreement “Exhibit A”

CITY OF GRAIN VALLEY | **STATE OF MISSOURI**

March 28, 2016

RESOLUTION NUMBER
R16-18

SPONSORED BY
ALDERMAN WEST

A RESOLUTION BY THE BOARD OF ALDERMEN OF THE CITY OF GRAIN VALLEY, MISSOURI APPROVING A THREE (3) YEAR COOPERATIVE BETWEEN THE CITY AND THE GRAIN VALLEY ECONOMIC DEVELOPMENT CORPORATION

WHEREAS, the Board of Aldermen of Grain Valley, Missouri is dedicated to the constant improvement of the City of Grain Valley (City) by investing in economic development; and

WHEREAS, the Grain Valley Economic Development Corporation (GVEDC) was formed in April of 2008 to partner with the City in the promotion of economic development endeavors; and

WHEREAS, the City of Grain Valley is a major financial contributor to the GVEDC, and both organizations desire to memorialize their operational and strategic partnership through the formal adoption of an Agreement for services.

NOW THEREFORE, BE IT RESOLVED by the Board of Aldermen of the City of Grain Valley, Missouri as follows:

SECTION 1: the Board of Aldermen of the City of Grain Valley, Missouri agrees that the Grain Valley Economic Development Corporation shall, in consideration of a three year agreement and financial support from the City over the next City fiscal year totaling $35,000, provide the following services for Grain Valley and as set forth hereafter in Exhibit A.

PASSED and APPROVED, via voice vote, (-) this 28th day of March, 2016.

_____

Mike Todd
Mayor

ATTEST:

_____

Chenéy Parrish
City Clerk

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Exhibit A

COOPERATIVE AGREEMENT BETWEEN THE CITY OF GRAIN VALLEY, MISSOURI AND THE GRAIN VALLEY ECONOMIC DEVELOPMENT CORPORATION (GVEDC)

This Agreement made and entered into as of the 28th day of March, 2016, by and between the CITY OF GRAIN VALLEY, MISSOURI, hereinafter referred to as "GRAIN VALLEY" or "City", and the GRAIN VALLEY ECONOMIC DEVELOPMENT CORPORATION, hereinafter referred to as the "GVEDC".

WHEREAS, the City desired to create an independent, membership based economic development corporation be formed that would be comprised of Board members; and

WHEREAS, the Mayor of Grain Valley commissioned the Grain Valley Economic Development Task Force to research and create the Grain Valley Economic Development Corporation; and

WHEREAS, on April 11, 2008, the Grain Valley Economic Development Corporation, a 501 (c)(3) corporation was created by the filing of the articles of incorporation with the Missouri Secretary of State; and

WHEREAS, the City of Grain Valley is a major financial contributor to the GVEDC, and both organizations desire to memorialize their operational and strategic partnership through the formal adoption of an Agreement for services.

NOW, THEREFORE, BE IT AGREED by the City of Grain Valley, Missouri, hereinafter referred to as "City," and the Grain Valley Economic Development Corporation, hereinafter referred to as "GVEDC," that the GVEDC shall in consideration of a three year agreement and financial support from the City over the next City fiscal year totaling $35,000, provide the following services for Grain Valley and as set forth hereafter:

1. The GVEDC will work with existing businesses to identify and address growth opportunities and work to resolve impediments to growth and retention. The GVEDC will also lead business recruitment by providing information and services to encourage and assist in corporate and organizational location decisions. Through daily communication with existing businesses, the GVEDC will monitor trends and conditions, provide guidance and adjust needed services to maintain and expand Grain Valley's business base.

2. The GVEDC shall be responsible for promoting the general economic welfare of the City. It is understood that the purpose of the GVEDC is to encourage economic development in the City of Grain Valley with the primary focus of creating and retaining jobs and increasing and retaining capital investment within the City. The function of the GVEDC will be to define broad business development objectives, to recommend action plans to fulfill those objectives, and to develop budgets to support the program, all of which will be reviewed and approved by the GVEDC's Board of Directors and will be submitted to the Board of Aldermen for consideration and approval each year on or before October 1.

3. Membership of the GVEDC will consist of business entities, organizations and individuals who pay an annual membership fee to the GVEDC. The GVEDC shall also include members who are not under obligation to pay an annual membership fee as follows: the Mayor of Grain Valley and/or designee; the City Administrator or their designee; The City's two board

appointees; the Central Jackson County Fire Protection District designee; and a Grain Valley School District designee.

4. The GVEDC Board of Directors shall review, approve and recommend the GVEDC annual business plan, budget and annual appropriation request, and submit such requests to the City for consideration and final approval by the Board of Aldermen. The budget for the operation of the GVEDC shall identify both estimated private sector funding levels and those funds to be requested from the City for various expense items.

5. The GVEDC Board of Directors shall have complete responsibility and authority for all budget issues, payroll, personnel, operating accounts, and/or facility and capital needs as identified annually and as funded through financial and/or in-kind contributions to the GVEDC. The GVEDC will develop policies to govern the day-to-day operations of the organization. The GVEDC will provide a copy of its policy manual to the City as it is updated from time to time.

6. The City agrees to provide funding for the GVEDC in an amount authorized in the City's annual budget. The budgeted amount from the City for 2016 is $35,000. The City shall make all funds approved by the Board of Aldermen available for use by the GVEDC upon execution of this Agreement and on January 1st in subsequent years. All public and private funds received by the GVEDC shall be restricted solely for economic development purposes as determined by the Board of Directors. The GVEDC shall submit a detailed line-item annual budget request to the City upon request to meet City budget planning requirements.

7. The GVEDC will provide monthly detailed financial reports to the Grain Valley Board of Aldermen and will provide comprehensive quarterly written reports documenting business activity related to the overall mission of the GVEDC.

8. The GVEDC shall make itself available to provide verbal reports and presentations to the Board of Aldermen upon request, and submit upon request written reports for the City Administrator's use regarding activities, accomplishments and priority issues developed in accordance with the terms of this Agreement and annual GVEDC business plan. In addition, frequent verbal and written updates of a confidential nature for projects and organizational matters will be provided to the City Administrator and the Mayor as representatives of the City. The GVEDC will also submit an Annual Report to the City prior to the GVEDC's annual meeting commencing in April of each calendar year. The GVEDC will formally present at two meetings of the Board of Aldermen, one after the GVEDC annual meeting, and one after the adoption of the City's annual budget to update the Board on goals, accomplishments, and future strategic priorities.

9. The City and/or its duly authorized agent shall be entitled to inspect and audit all books and records of the GVEDC for compliance with the City's approved budget and the GVEDC agrees to make such books and records available to and for the City, upon formal request from the City, and will complete an independent annual audit of the GVEDC's financial records and publicly report such findings.

10. The GVEDC will cooperate fully with the City and consult with the City in receiving recommendations concerning operations and management during the presentation and review of

the current and proposed annual business plan and proposed budget request of the City, including auditor's recommendations.

11. This Agreement shall run for a period of three years from the initial date of January 1, 2016 and shall be subject to renewal and renegotiation on or before the contract's expiration on December 31, 2018.

12. In the event that either party should seek to terminate this Agreement, which may be terminated for any reason whatsoever, the party seeking to terminate the Agreement shall give written notice of no less than one hundred eighty (180) days to the other party prior to termination of said Agreement. The foregoing notwithstanding, termination of this Agreement shall occur no earlier than six months following the expiration of the then current annual appropriation. At the expiration or termination of this Agreement the GVEDC shall deliver to the City any unexpended City funds, which shall be identified as the pro-rata percentage of the City's overall contribution to the GVEDC's budget for the current year of operations. All items of tangible property will be considered purchased by the GVEDC from private sector membership and shall be considered GVEDC property. The City agrees that if the City terminates this Agreement, it will reimburse the GVEDC for any reasonable contractual obligations agreed to or incurred by the GVEDC in furtherance of this approved Agreement prior to receiving written notice of the termination.

13. INDEPENDENT CONTRACTOR. It is specifically acknowledged, understood and agreed that the GVEDC will be acting as a free and independent contractor under the terms of this Agreement and that no person employed by the GVEDC in any capacity whatever shall be considered to be an employee of Grain Valley for any purpose whatever. The parties hereto each agree that they shall not:

a. Represent in any manner the relationship between them to be anything other than an independent contractor relationship, or

b. Represent in any manner that either party has any authority to bind the other in any third party contractual relationships whatsoever or as to any financial incentive that may be made available to a third party.

14. Under this Agreement, GRAIN VALLEY shall not be deemed to be the employer, partner, joint venture, an associate or any kind of legal designee of GVEDC in connection with or flowing from this Agreement, other than that of an independent contractor.

15. The GVEDC shall have exclusive control over the methods and the order in which work arising under this Agreement is accomplished.

16. ASSIGNMENT. This Agreement, or any interest herein, shall not be assigned, transferred or otherwise encumbered, under any circumstances by the GVEDC without the express, written permission of Grain Valley.

17. SUBCONTRACTORS. The GVEDC, subject to policies and procedures adopted by the GVEDC, may engage the services of any subcontractors or other professional associates in connection with services covered by this Agreement. The City of Grain Valley shall not be liable

or responsible for funding any agreements, obligations, or services beyond those which are specifically approved by the City.

18. EXTRAORDINARY BUDGET ISSUES. During the course of this Agreement, the GVEDC agrees to comply with any unique request from the City to reduce budget spending. Such requests would be consistent with any other budget reductions or financial amendments imposed on other City departments and/or service areas. The GVEDC may, apart from the normal budgeting process, request from the City, additional emergency funding needed because of unforeseen circumstances, soaring costs, or other unique expenses related to a one-time development opportunity not anticipated or known at the time the budget was prepared and approved. Such request shall be made in writing to the City Administrator. The City is under no obligation to approve such request.

19. DEFAULT. Grain Valley, at its option, may, by written notice to the GVEDC, declare this Agreement in default if the GVEDC defaults in the performance of any of its obligations. In the event the GVEDC is given written notice of the default, the GVEDC shall have thirty (30) days to cure the default from the date of the written notice requiring a default to be cured. If the default is not cured within the required time period, Grain Valley may immediately terminate the Agreement notwithstanding any provisions herein to the contrary. The GVEDC, at its option, may, by written notice to Grain Valley, declare this Agreement in default if Grain Valley defaults in the performance of any of its obligations hereunder. If Grain Valley fails to cure said default within thirty (30) days of the date of the written notice requiring default to be cured, the GVEDC may immediately terminate the Agreement notwithstanding any provision herein to the contrary.

20. INDEMNIFICATION. The GVEDC shall indemnify to the extent permitted by law and save harmless and defend Grain Valley, its agents, servants and employees from and against any claim, demand or cause of action of whatsoever kind or nature arising out of error, omission or negligent act of the GVEDC, its agents, servants or employees occurring in the performance of activities or services under this Agreement. Grain Valley shall indemnify to the extent permitted by law and save the GVEDC harmless and defend the GVEDC, its agents, servants, and employees from and against any claim, demand or cause of action whatsoever or whatsoever kind or nature arising out of error, omission or negligent act of Grain Valley, its servants or employees in the performance of services under this Agreement but only to the extent of damages directly resulting from the error, omission or negligent act.

21. NOTICES. When either party desires to give notice to the other, it must be given by written notice, sent by registered United States mail, with return receipt requested, addressed to the party for whom it is intended, at the place last specified, and the place for giving of notice in compliance with the provisions of this paragraph. For the present, the parties designate the following as the respective places for giving of notice, to wit:

City of Grain Valley
City Administrator
711 S. Main Street
Grain Valley, Missouri 64029

Grain Valley Economic Development Corporation
Executive Director
PO Box 258
Grain Valley, Missouri 64029

22. MODIFICATIONS. No modification, amendment or alteration of the terms or conditions contained herein shall be effective unless contained in a written document executed by the patties hereto.

Witnessed whereof, the parties have hereunto executed this Agreement this 28th day of March, 2016 after being duly authorized by the Board of Aldermen of the City of Grain Valley and the Board of Directors of the Economic Development Corporation.

City of Grain Valley

_____
Mike Todd
Mayor

ATTEST:

_____
Chenéy Parrish
City Clerk

Grain Valley Economic Development Corporation

_____
Jeff Coleman
President

ATTEST:

_____
Khalilah Holland
Secretary

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