

August 28, 2019

BY U.S. MAIL AND E-MAIL

Missouri Department of Economic Development
Attn: CID Annual Report
301 W. High Street
P.O. Box 118
Jefferson City, MO 65102
E-mail: missouridevelopment@ded.mo.gov

City Clerk
25th Floor, City Hall
414 E. 12th Street
Kansas City, MO 64106
E-mail: Marilyn.Sanders@kcmo.org

Re: 51st & Oak Community Improvement District (the "**District**")
2018-2019 Annual Report

To Whom It May Concern:

On behalf of Christy Soeken, the Executive Director of the District, please find enclosed herewith the 2018-2019 Annual Report for the District.

Should you have any questions, please do not hesitate to call me at (816) 460-2577.

Sincerely,



Ryan C. Westhoff
Partner

Enclosures

cc: Christy Soeken, by e-mail to christy.soeken@vantrustre.com
A. Brice Harrison, by e-mail to brice.harrison@vantrustre.com
Leah C. FitzGerald, by e-mail to leah.fitzgerald@vantrustre.com
Corey Hampton, by e-mail to corey.hampton@vantrustre.com
Robert A. Simmons, by e-mail to simmons@umkc.edu
Jessica Van Tuyl, by e-mail to jessica.vantuyl@vantrustre.com

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ANNUAL REPORT FOR
51ST & OAK COMMUNITY IMPROVEMENT DISTRICT (the "District")

SECTION I

Date: August 26, 2019

CID Contact Information: A. Brice Harrison (816) 569-1441

Political Subdivision or Not for Profit: Political Subdivision

Date of and Ordinance No: Ordinance No. 150507, passed on June 2, 2015

SECTION II

PURPOSES OF CID AND SERVICES PERFORMED DURING FISCAL YEAR:

The purpose of the District is to provide funding for the construction of certain public improvements as identified in the CID Act. The primary contemplated improvements are (i) the construction of a parking garage; (ii) the construction of streetscape improvements within the District; (iii) the construction of traffic improvements to the public right of way included within the District not otherwise financed by the City, and (iv) the construction of certain sewer improvements within the District not otherwise financed by the City, as well as the repayment of debt incurred to finance such improvements.

SECTION III

BOARD MEMBERS AS OF DATE OF MOST RECENT ANNUAL MEETING:

A. Brice Harrison

Thomas R. McGee

Leah C. FitzGerald

Robert A. Simmons

Christy Soeken

SECTION IV

FISCAL YEAR 2018-2019 REVENUE AND EXPENSES:

INCOME:		
a) CID Revenues		\$ 284,146
b) Developer Advances		\$ 193,420
c)		
TOTAL INCOME		\$ 477,566
EXPENSES:		
I. Administrative:		
a) CID Legal/Formation Costs	\$ 5,239	
b) Financing Costs	\$ 337,642	
c) Insurance	\$ 3,754	
SUB-TOTAL Administrative	\$ 346,635	
II. Services:		
a)		
b)		
c)		
SUB-TOTAL Services	\$ 0	
III. Capital Improvements		
a) Demolition/Clearing	\$ 0	
b) Structured Parking	\$ 65,157	
c) Grading/Excavation/Utilities	\$ 0	
d) Hardscape/Landscape/Signage	\$ 61,978	
e) General Development Costs	\$ 3,796	
f) Design/Engineering Costs	\$ 0	
SUB-TOTAL Capital Improvements	\$ 130,931	
IV. Other		
a)		
b)		
SUB-TOTAL Other	\$ 0	
EXPENSE TOTAL:		
I. Administrative	\$ 346,635	
II. Services	\$ 0	
III. Capital Improvements	\$ 130,931	
IV. Other	\$ 0	
TOTAL EXPENSES	\$ 477,566	
TOTAL INCOME		\$ 477,566
LESS TOTAL EXPENSES		\$ 477,566
BALANCE		\$ 0

SECTION V

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

RESOLUTION NUMBER	RESOLUTION TITLE
2018-04	Electing Interim Director
2018-05	Approving and Authorizing Submission of 2017-2018 Annual Reports
2018-06	Authorizing Execution of Cooperative Agreement
2018-07	Ratifying Past Action
2019-01	Authorizing Submission of Proposed 2019-2020 Fiscal Year Budget
2019-02	Ratifying Past Action
2019-03	Adopting 2019-2020 Fiscal Year Budget
2019-04	Appointing Officers
2019-05	Ratifying Past Action

SUBMIT FORM AND ATTACHMENTS TO:

Missouri Dept of Economic Development
Attn: CID Annual Report
301 W. High Street, P. O. Box 118
Jefferson City, MO 65102
Phone: 1-573-526-8004
Fax: 1-573-522-9462
Email: missouridevelopment@ded.mo.gov

City Clerk
25th Floor, City Hall
414 E. 12th Street
Kansas City, MO 64106
Phone: (816) 513-6401
Fax: (816) 513-3353
Email: Marilyn.Sanders@kcmo.org

RESOLUTION 2018-04

51ST & OAK COMMUNITY IMPROVEMENT DISTRICT

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE 51ST & OAK COMMUNITY IMPROVEMENT DISTRICT ELECTING INTERIM DIRECTOR.

WHEREAS, pursuant to Ordinance No. 150507 passed on July 2, 2015, the City of Kansas City, Missouri approved the Petition to establish the 51st & Oak Community Improvement District (the "**District**"); and

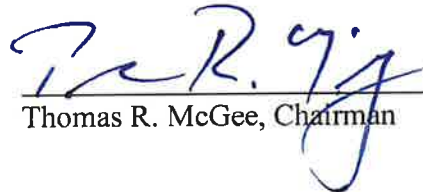
WHEREAS, Jeff S. Smith has resigned from his position as a Member of the Board of the Directors of the District, as evidenced by the attached Resignation; and

WHEREAS, A. Brice Harrison is at least 18 years of age, is legally authorized to represent 51st & Oak, LLC, a business operating within the District, and has been a resident of the State of Missouri for at least one year.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE 51ST & OAK COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

1. Jeff S. Smith's resignation is recognized and accepted.
2. A. Brice Harrison is hereby elected to the Board of Directors of the District as an interim director for the remainder of Jeff S. Smith's term.

PASSED by the Board of Directors of the 51st & Oak Community Improvement District on August 24, 2018.


Thomas R. McGee, Chairman

ATTEST:


Leah C. FitzGerald, Secretary

RESOLUTION 2018-05

51ST & OAK COMMUNITY IMPROVEMENT DISTRICT

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE 51ST & OAK COMMUNITY IMPROVEMENT DISTRICT APPROVING AND AUTHORIZING SUBMISSION OF 2017-2018 ANNUAL REPORTS.

WHEREAS, pursuant to Ordinance No. 150507 passed on July 2, 2015, the City of Kansas City, Missouri approved the Petition to establish the 51st & Oak Community Improvement District (the "**District**"); and

WHEREAS, pursuant to Section 67.1471.4, RSMo., the Board of Directors of the District shall submit a report to the City Clerk of Kansas City, Missouri and the Missouri Department of Economic Development stating the services provided, revenues collected and expenditures made by the district during such fiscal year within one hundred twenty (120) days after the end of each fiscal year; and

WHEREAS, pursuant to Section 105.145, RSMo. and 15 C.S.R. 40-3.030, the District shall submit an annual report of the financial transactions of the District to the Missouri State Auditor's Office within four (4) months after the end of each fiscal year; and

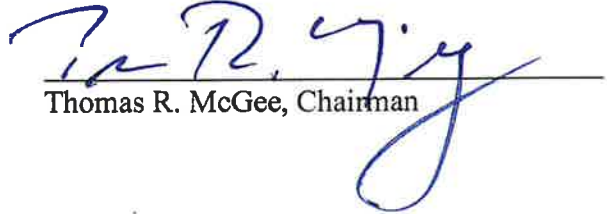
WHEREAS, the 2017-2018 fiscal year of the District ended April 30, 2018; and

WHEREAS, the Board of Directors of the District desires to comply with all applicable financial reporting requirements for the District.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE 51ST & OAK COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

1. The Annual Report for the District attached as Exhibit "A" hereto and incorporated herein by reference (the "**2017-2018 City/MDED Report**") is hereby approved by the Board of Directors of the District.
2. The Executive Director is authorized and directed to submit the 2017-2018 City/MDED Report to the City Clerk of Kansas City, Missouri and the Missouri Department of Economic Development no later than August 28, 2018.
3. The Missouri Local Government Financial Statement attached as Exhibit "B" hereto and incorporated herein by reference (the "**2017-2018 Auditor Report**") is hereby approved by the Board of Directors of the District.
4. The Executive Director is authorized and directed to submit the 2017-2018 Auditor Report to the Missouri State Auditor's Office no later than August 30, 2018.
5. The Officers and Special Counsel of the District are authorized to take such further actions as are reasonably necessary for the submission of the 2017-2018 annual reports.
6. This resolution shall take effect immediately.

PASSED by the Board of Directors of the 51st & Oak Community Improvement District on August 24, 2018.


Thomas R. McGee, Chairman

ATTEST:


Leah C. Fitzgerald Secretary

EXHIBIT A

**2017-2018 ANNUAL REPORT OF THE
51ST & OAK COMMUNITY IMPROVEMENT DISTRICT**

ANNUAL REPORT FOR
51ST & OAK COMMUNITY IMPROVEMENT DISTRICT (the "District")

SECTION I

Date: August 23, 2018

CID Contact Information: Thomas R. McGee, Chairman (816) 569-1441

Political Subdivision or Not for Profit: Political Subdivision

Date of and Ordinance No: Ordinance No. 150507, passed on June 2, 2015

SECTION II

PURPOSES OF CID AND SERVICES PERFORMED DURING FISCAL YEAR:

The purpose of the District is to provide funding for the construction of certain public improvements as identified in the CID Act. The primary contemplated improvements are (i) the construction of a parking garage; (ii) the construction of streetscape improvements within the District; (iii) the construction of traffic improvements to the public right of way included within the District not otherwise financed by the City, and (iv) the construction of certain sewer improvements within the District not otherwise financed by the City, as well as the repayment of debt incurred to finance such improvements.

SECTION III

BOARD MEMBERS AS OF DATE OF MOST RECENT ANNUAL MEETING:

Jeff S. Smith

Thomas R. McGee

Leah C. FitzGerald

Robert A. Simmons

Christy Soeken

SECTION IV

FISCAL YEAR 2017-2018 REVENUE AND EXPENSES:

INCOME:		
a) CID Revenues		\$ 121
b) Developer Advances		\$ 1,491,842
c)		
TOTAL INCOME		\$ 1,491,963
EXPENSES:		
I. Administrative:		
a) CID Legal/Formation Costs	\$ 6,932	
b) Financing Costs	\$ 353,095	
c) Insurance	\$ 4,058	
SUB-TOTAL Administrative	\$ 364,085	
II. Services:		
a)		
b)		
c)		
SUB-TOTAL Services	\$ 0	
III. Capital Improvements		
a) Demolition/Clearing	\$ 0	
b) Structured Parking	\$ 587,457	
c) Grading/Excavation/Utilities	\$ 5,475	
d) Hardscape/Landscape/Signage	\$ 487,492	
e) General Development Costs	\$ 47,454	
f) Design/Engineering Costs	\$ 0	
SUB-TOTAL Capital Improvements	\$ 1,127,878	
IV. Other		
a)	\$	
b)		
SUB-TOTAL Other	\$	
EXPENSE TOTAL:		
I. Administrative	\$ 364,085	
II. Services	\$ 0	
III. Capital Improvements	\$ 1,127,878	
IV. Other	\$ 0	
TOTAL EXPENSES	\$ 1,491,963	
TOTAL INCOME		\$ 1,491,963
LESS TOTAL EXPENSES		\$ 1,491,963
BALANCE		\$ 0

SECTION V

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

RESOLUTION NUMBER	RESOLUTION TITLE
2017-06	Approving and Authorizing Submission of 2016-2017 Annual Reports
2017-07	Ratifying Past Action
2017-08	Authorizing Submission of Proposed 2018-2019 Fiscal Year Budget
2017-09	Ratifying Past Action
2017-10	Authorizing Submission Slate of Directors
2018-01	Adopting 2018-2019 Fiscal Year Budget
2018-02	Appointing Officers
2018-03	Ratifying Past Action

SUBMIT FORM AND ATTACHMENTS TO:

Missouri Dept of Economic Development
Attn: CID Annual Report
301 W. High Street, P. O. Box 118
Jefferson City, MO 65102
Phone: 1-573-526-8004
Fax: 1-573-522-9462
Email: missouridevelopment@ded.mo.gov

City Clerk
25th Floor, City Hall
414 E. 12th Street
Kansas City, MO 64106
Phone: (816) 513-6401
Fax: (816) 513-3353
Email: Marilyn.Sanders@kcmo.org

EXHIBIT B

**2017-2018 MISSOURI LOCAL GOVERNMENT FINANCIAL STATEMENT
OF THE 51ST & OAK COMMUNITY IMPROVEMENT DISTRICT**

MISSOURI LOCAL GOVERNMENT FINANCIAL STATEMENT

1. Financial Statement Summary the Year Ended	for	Month	Year
		4	2018
2. Name of political subdivision	51st & Oak Community Improvement District		
3. Political subdivision number	17-048-0053		
4. Name of county	Jackson		
5. Name of contact Thomas R. McGee, Chairman	6. Mailing address	4900 Main Street, Suite 400 Kansas City, MO 64112	
7. Telephone number 816-569-1441	8. Fax number 816-569-1442	9. Email address tom.mcgee@vantrustre.com	

10. List up to 3 funds (other than General Fund) in the order you want them to appear in the Local Government Financial Statement (omit the word "fund")

1.	
2.	
3.	

The undersigned attests that this report is a true and accurate account of all financial transactions for the political subdivision listed above.

Preparer's name, title and date (required)

Kelli A. Fitzpatrick
Preparer's Name

Dir. Of Acquisitions
Title

23-Aug 2018
Date

INSTRUCTIONS FOR COMPLETING FINANCIAL REPORT FOR POLITICAL SUBDIVISIONS

Please mail
the completed
form to

State Auditor's Office
P.O. Box 869
Jefferson City, MO 65102

OR Email to: localgovernment@auditor.mo.gov

Part I – FINANCIAL STATEMENT

A. Receipts (pages 3 and 4)

- Property Tax** – Include real, personal, and other property tax, but do not include any tax revenues which you collect as agent for another governmental entity.
- Sales Tax** – Include any and all sales taxes by fund and type. Municipalities in St. Louis County should report their share of the county sales tax.
- Amusement Sales Tax** – Taxes on admission tickets and on gross receipts of all or specified types of amusement businesses.
- Motor Fuel Tax** – Taxes on gasoline, diesel oil, aviation fuel, gasohol, "ethanol," and any other fuels used in motor vehicles or aircraft.
- Public Utilities Sales Tax** – Taxes imposed distinctively on public utilities, and measured by gross receipts, gross earnings, or units of service sold, either as a direct tax on consumers or as a percentage of gross receipts of utility.
- Tobacco Products Tax** – Taxes on tobacco products and synthetic cigars and cigarettes, including related products like cigarette tubes and paper.
- Hotel/Motel and Restaurant/Meals Tax** – Sales tax on hotel/motel and restaurant/meals.
- Alcoholic Beverages Licensing and Permit Taxes** – Licenses for manufacturing, importing, wholesaling, and retailing of alcoholic beverages.
- Amusements Licensing and Permit Taxes** – Licenses on amusement businesses generally and on specific types of amusement enterprises or devices.
- Motor Vehicles Licensing and Permit Taxes** – Licenses imposed on owners or operators of motor vehicles for the right to use public roads.
- Franchise Tax (Public Utilities Tax)** – Licenses distinctively imposed on public utilities, whether distinctively imposed on public utilities, whether privately or publicly owned.
- Occupation and Business Licensing and Permit Taxes** – Licenses required of persons engaged in particular professions, trades, or occupations.

CONTINUE WITH INSTRUCTIONS ON THE NEXT PAGE

Part I - FINANCIAL STATEMENT - Continued

- 13. Other Licenses and Permit Fees** – License and inspections charges on buildings, animals, marriage, guns, etc.
- 14. Intergovernmental Receipts** – Specify source of intergovernmental grants and monies received (federal, state or local).
- 16. Charges for Services** – Include fees and service revenue.
- 17. Utility Receipts** – Gross receipts of any water, electric, gas, or transit systems operated by your government; from utility sales and charges.
- 18. Interest Earned** – Interest earned from investments.
- 19. Fines, Costs, and Forfeitures** – Receipts from penalties imposed for violations of law and civil penalties.
- 20. Rents** – Revenues from temporary possession or use of government-owned buildings, land, and other properties.
- 21. Donations** – Gifts of cash or securities from private individuals or corporations.
- 22. Other Receipts and Transfers** – Include any other receipts that your political subdivision receives that would not be included in the above categories.

Sections B and C Disbursements – Should be broken down by function and/or object.

Governments having multiple functions, (such as police, fire, etc.) or objects (salaries, supplies, etc.) should provide both (if available) and the totals of both should agree.

B. Disbursements By Function (pages 5 and 6) – List amounts on the line pertaining to the category or write in a category on one of the blank lines.

C. Disbursements By Object (pages 6 and 7) – List amounts on the line pertaining to the category or write in a category on one of the blank lines.

D. Statement Of Indebtedness (pages 7 and 8) – This section requests information on debt issued by your political subdivision. Debt outstanding at the beginning of the fiscal year, plus debt issued less debt retired should equal the debt outstanding at the end of the fiscal year. All types of debt (e.g., general obligation bonds, revenue bonds, leases, notes) should be reported here.

E. Interest on Debt – (page 8) – Amounts of interest paid, including any interest paid on short-term or non-guaranteed obligations as well as general obligations.

F. Statement of Assessed Valuation and Tax Rates (page 8) – The assessed valuation information, will be available from your county. The tax rate information will pertain to the tax rate set for the fiscal year reported.

Part II – FINANCIAL STATEMENT SUMMARY (page 9) – Five columns are provided, one for the total of all funds, one for your General Fund, and three for any other funds which you may have. If you have funds in addition to your General Fund, such as a Debt Service, Street, Water, or Sewer Fund, you need to insert the name of any such fund in the blanks provided. If you have more than three funds in addition to your General Fund, you will need to attach a separate page showing the additional funds.

The beginning balance of each fund, plus total receipts, less total disbursements should equal your ending balance. Total receipts for each fund should equal the total receipts shown on page 3. Total disbursements for each fund should equal the total disbursements shown on page 6.

Part III - TAX ABATEMENT SUMMARY (page 10) - Amounts from tax abatements resulting from an agreement between your political subdivision and individuals or entities in which your political subdivision has agreed to forgo tax revenues it otherwise would be entitled to in return for the individuals or entities taking a specific action after the agreement is entered into for economic development or other activities that benefit your political subdivision.

If you have any questions regarding the completion of this form, please feel free to call the Missouri State Auditor's Office, telephone (573) 751-4213.

NOTICE – State law requires political subdivisions to file a financial report with the State Auditor's Office each year pursuant to Section 105.145, RSMo, and 15 CSR 40-3.030.

Part I - FINANCIAL STATEMENT

51st & Oak Community Improvement District

A. Receipts

		FUNDS - Report in whole dollars				
		TOTAL all funds	General Fund	Fund	Fund	Fund
1. Total property tax	\$	0	\$	\$	\$	\$
2. Total sales tax		121	121			
3. Amusement sales tax		0				
4. Motor fuel tax		0				
5. Public utilities sales tax		0				
6. Tobacco products tax		0				
7. Hotel/Motel and restaurant/meals tax		0				
8. Alcoholic beverages licensing and permit taxes		0				
9. Amusement licensing and permit taxes		0				
10. Motor vehicles licensing and permit taxes		0				
11. Franchise tax (public utilities tax)		0				
12. Occupation and business licensing and permit taxes		0				
13. Other licenses and permit fees		0				
14. Intergovernmental receipts						
a.		0				
b.		0				
c.		0				
d.		0				
e.		0				
f.		0				
g.		0				
h.		0				
i. TOTAL						
Sum of lines 14a-h	\$	0	\$	0	\$	0
15. SUBTOTAL						
Sum of items 1-14i	\$	121	\$	121	\$	0

Part I - FINANCIAL STATEMENT - Continued

51st & Oak Community Improvement District

A. Receipts - Continued

		FUNDS - Report in whole dollars				
	TOTAL all funds	General Fund	Fund	Fund	Fund	
15. SUBTOTAL (from page 3)	\$ 121	\$ 121	\$ 0	\$ 0	\$ 0	0
16. Charges for Services						
a.	0					
b.	0					
c.	0					
d. TOTAL Sum of lines 16a-c	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	0
17. Utility receipts						
a.	0					
b.	0					
c.	0					
d.	0					
e. TOTAL Sum of lines 17a-d	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	0
18. Interest earned	0					
19. Fines, costs, and forfeitures	0					
20. Rents	0					
21. Donations	0					
22. Other receipts and transfers						
a. Developer Advances	1,491,842	1,491,842				
b.	0					
c. Interfund transfers	0					
d. TOTAL Sum of lines 22a-c	\$ 1,491,842	\$ 1,491,842	\$ 0	\$ 0	\$ 0	0
23. TOTAL RECEIPTS Sum of items 15 through 22d	\$ 1,491,963	\$ 1,491,963	\$ 0	\$ 0	\$ 0	0

PLEASE CONTINUE WITH DISBURSEMENTS ON PAGE 5

Part I - FINANCIAL STATEMENT - Continued

51st & Oak Community Improvement District

B. Disbursements (by function)

B. Disbursements (by function)		FUNDS - Report in whole dollars				
	TOTAL all funds	General Fund	Fund	Fund	Fund	
1. Highways and streets	\$ 0	\$	\$	\$	\$	
2. Financial administration	0					
3. Central administration	10,990	10,990				
4. Fire	0					
5. Parks and recreation	0					
6. Solid waste management	0					
7. Sewerage	0					
8. Water supply system	0					
9. Hospitals	0					
10. Health (other than hospital)	0					
11. Police	0					
12. Judicial and legal	0					
13. Correctional institutions	0					
14. Probation	0					
15. General public buildings	0					
16. Libraries	0					
17. Public welfare	0					
18. Protective inspection and regulation	0					
19. Housing and community development	540,422	540,422				
20. Economic development	0					
21. Natural resources	0					
22. Airports	0					
23. SUBTOTAL						
Sum of lines 1-22	\$ 551,412	\$ 551,412	\$ 0	\$ 0	\$ 0	

Part I - FINANCIAL STATEMENT - Continued

51st & Oak Community Improvement District

B. Disbursements (by function)
Continued

B. Disbursements (by function) Continued		FUNDS - Report in whole dollars				
		TOTAL all funds	General Fund	Fund	Fund	Fund
23. SUBTOTAL (from page 5)	\$	551,412	\$ 551,412	\$ 0	\$ 0	\$ 0
24. Electric power system		0				
25. Parking facilities		587,457	587,457			
26. Gas supply system		0				
27. Transit or bus system		0				
28. Sea and inland port facilities		0				
29. Miscellaneous commercial activities		0				
30. Other - Specify						
Interest on Developer						
a. Advances		284,150	284,150			
b. Construction Interest Carry		68,944	68,944			
c.		0				
31. Interfund transfers		0				
32. TOTAL DISBURSEMENTS (by function) Sum of items 23-31	\$	1,491,963	\$ 1,491,963	\$ 0	\$ 0	\$ 0
C. Disbursements (by object)						
1. Salaries		0				
2. Fringe benefits		0				
3. Operations		0				
4. SUBTOTAL Sum of items C1-3	\$	0	\$ 0	\$ 0	\$ 0	\$ 0

PLEASE CONTINUE WITH DISBURSEMENTS ON PAGE 7

Part I - FINANCIAL STATEMENT - Continued

51st & Oak Community Improvement District

B. Disbursements (by object) - Continued

B. Disbursements (by object) - Continued		FUNDS - Report in whole dollars				
		TOTAL all funds	General Fund	Fund	Fund	Fund
4. SUBTOTAL (from page 6)	\$	0	0	0	0	0
5. Capital expenditures - Specify						
a. Structured Parking		587,457	587,457			
b. Grading/Excavation		5,475	5,475			
Hardscape/Landscape/						
c. Signage		487,493	487,493			
d. General Development Costs		47,454	47,454			
e. Legal/Formation/Finance		364,084	364,084			
f.		0				
g.		0				
6. Interfund transfers - Specify						
a.		0				
b.		0				
7. TOTAL DISBURSEMENTS (by object)						
Sum of items 4-6b	\$	1,491,963	1,491,963	0	0	0

		FUNDS - Report in whole dollars			
		Outstanding Beginning of Fiscal Year	During Fiscal Year --		Outstanding End of Fiscal Year
			Issued	Retired	
D. Statement of Indebtedness					
1. General obligation bonds					
a. _____					0
b. _____					0
c. _____					0
2. Revenue bonds					
a. _____					0
b. _____					0
c. _____					0
3. SUBTOTAL					
Sum of items D1 and 2		\$ 0	\$ 0	\$ 0	0

Part I - FINANCIAL STATEMENT - Continued

51st & Oak Community Improvement District

D. Statement of Indebtedness Continued

	FUNDS - Report in whole dollars			
	Outstanding Beginning of Fiscal Year	During Fiscal Year --		Outstanding End of Fiscal Year
		Issued	Retired	
3. SUBTOTAL (from page 7)	\$ 0	\$ 0	\$ 0	\$ 0
4. Other debt - Specify				
a.				0
b.				0
c.				0
5. Conduit debt				0
6. TOTAL STATEMENT OF INDEBTEDNESS Sum of items 3-5	\$ 0	\$ 0	\$ 0	\$ 0

E. Interest on Debt

1. Interest on water supply system debt	\$
2. Interest on electric power system debt	\$
3. Interest on gas supply system debt	\$
4. Interest on transit or bus system debt	\$
5. Interest on all other debt	\$

F. Statement of Assessed Valuation and Tax Rates

1. Real estate	\$
2. Personal property	
3. State assessed railroad and utility	

TOTAL VALUATION

4. Sum of items F1-3	\$ 0
-----------------------------	------

Tax Rates Funds - Specify	Tax rate (per \$100)
---------------------------	-------------------------

1.	
2.	
3.	
4.	
5.	
6.	

Part II - FINANCIAL STATEMENT SUMMARY

FUNDS - Report in whole dollars					
TOTAL all funds	General Fund	Fund	Fund	Fund	Fund
A. Beginning balance	\$ 0	\$	\$	\$	
B. Total receipts	1,491,963	1,491,963	0	0	0
C. Total disbursements	1,491,963	1,491,963	0	0	0
D. Ending balance	\$ 0	\$ 0	\$ 0	\$ 0	0

NOTES

Please use this space to provide additional explanations if the space provided for any item was not sufficient. Be sure to reference the item number.

Part III - TAX ABATEMENT SUMMARY

Taxes Abated

Authority of Tax Abatement

Abatement Rate

Dollar Amount of Taxes Abated

Political Subdivision's Abatements			
Abatement 1	Abatement 2	Abatement 3	Abatement 4
\$	\$	\$	\$

NOTES

Please use this space to provide additional explanations if the space provided for any item was not sufficient. Be sure to reference the item number.

RESOLUTION 2018-06

51ST & OAK COMMUNITY IMPROVEMENT DISTRICT

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE 51ST & OAK COMMUNITY IMPROVEMENT DISTRICT AUTHORIZING THE EXECUTION OF A CERTAIN COOPERATIVE AGREEMENT WITH THE CITY OF KANSAS CITY, MISSOURI.

WHEREAS, pursuant to Ordinance No. 150507 passed on July 2, 2015, the City of Kansas City, Missouri (the “City”) approved the Petition to establish the 51st & Oak Community Improvement District (the “District”); and

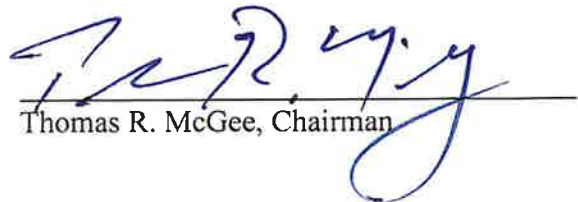
WHEREAS, pursuant to Ordinance No. 130844, passed on November 7, 2013, any community improvement district formed after the date specified therein and proposing to maintain, repair, and clean improvements in the public right-of-way or otherwise support business activities and economic development, is required to enter into a cooperative agreement with the City; and

WHEREAS, the Board of Directors of the District desires enter into that certain Cooperative Agreement with the City, substantially in the form attached hereto as Exhibit “A” (the “Cooperative Agreement”), to provide comply with the provisions of the City’s ordinances.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE 51ST & OAK COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

1. The Cooperative Agreement is hereby approved.
2. The Executive Director is authorized and directed to execute and deliver the Cooperative Agreement to the City.
3. The Officers and Special Counsel of the District are authorized to take such further actions as are reasonably necessary for the execution and delivery of the Cooperative Agreement to the City.
4. This resolution shall take effect immediately.

PASSED by the Board of Directors of the 51st & Oak Community Improvement District on August 24, 2018.


Thomas R. McGee, Chairman

ATTEST:


Leah C. FitzGerald, Secretary

EXHIBIT A
FORM OF COOPERATIVE AGREEMENT

COOPERATIVE AGREEMENT

THIS COOPERATIVE AGREEMENT ("Agreement") entered into as of this _____ day of _____, 2018, by and between the **CITY OF KANSAS CITY, MISSOURI**, (the "City"), and the **51st & OAK COMMUNITY IMPROVEMENT DISTRICT**, a community improvement district and political subdivision of the State of Missouri ("District" or "CID").

WITNESSETH:

WHEREAS, the City Council of Kansas City, Missouri (the "City Council"), did on July 2, 2015, pass Ordinance No. 150507 (the "Ordinance"), which approved the District (the "Petition"); and

WHEREAS, the District is required to have a fiscal year for purposes of maintaining financial records, which pursuant to law must be the same as the fiscal year of the City, which runs from May 1 through April 30 of each year (the "Fiscal Year"); and

WHEREAS, the City is authorized in accordance with the provisions of the "Missouri Community Improvement District Act", Sections 67.1401, et seq. RSMo, as amended (the "CID Act"), to review the District's annual budget;

NOW, THEREFORE, for and in consideration of the premises, and the mutual covenants, herein contained, the Parties agree as follows:

ARTICLE 1: REPRESENTATIONS

Section 1.1. Representations by the District.

The District represents that:

A. The District is a community improvement district and political subdivision, duly organized and existing under the laws of the State of Missouri, including particularly the CID Act.

B. The District has authority to enter into this Agreement and to carry out its obligations under this Agreement. By proper action of its Board of Directors, the District has been duly authorized to execute and deliver this Agreement, acting by and through its duly authorized officers.

C. The execution and delivery of this Agreement, the consummation of the transactions contemplated by this Agreement and the performance of or compliance with the terms and conditions of this Agreement by the District will not conflict with or result in a breach of any of the terms, conditions or provisions of, or constitute a default under, any mortgage, deed of trust, lease or any other restriction or any agreement or instrument to which the District is a party or by which it or any of its property is bound, or any order, rule or regulation of any court or governmental body applicable to the District or any of its property, or result in the creation or imposition of any prohibited lien, charge or encumbrance of any nature whatsoever upon any of the property or assets of the District under the terms of any instrument or agreements to which the District is a party.

D. There is no litigation or proceeding pending or threatened against the District affecting the right of the District to execute or deliver this Agreement or the ability of the District to comply with its obligations under this Agreement or which would materially adversely affect its financial condition.

Section 1.2. Representations by the City.

The City represents that:

A. The City is duly organized and existing under the Constitution and laws of the State of Missouri.

B. The City has authority to enter into this Agreement and to carry out its obligations under this Agreement.

C. The execution and delivery of this Agreement, the consummation of the transactions contemplated by this Agreement and the performance of or compliance with the terms and conditions of this Agreement by the City will not conflict with or result in a breach of any of the terms, conditions or provisions of, or constitute a default under, any mortgage, deed of trust, lease or any other restriction or any agreement or instrument to which the City is a party or by which it or any of its property is bound, or any order, rule or regulation of any court or governmental body applicable to the City or any of its property, or result in the creation or imposition of any prohibited lien, charge or encumbrance of any nature whatsoever upon any of the property or assets of the City under the terms of any instrument or agreements to which the City is a party.

D. There is no litigation or proceeding pending or threatened against the City affecting the right of the City to execute or deliver this Agreement or the ability of the City to comply with its obligations under this Agreement.

ARTICLE 2: REPORTING OBLIGATIONS OF DISTRICT

Section 2.1. Submission of Annual Budget by District.

A. The District shall annually prepare or cause to be prepared a budget (the "Budget") for the upcoming Fiscal Year, which is consistent with the purposes of the District. The Budget shall be submitted to the City Clerk for submission to the Mayor and City Council for review and comment not less than ninety (90) days prior to the intended date of approval of the Budget. Not later than the first day of each Fiscal Year of the District, the board of directors of the District (the "Board of Directors") shall adopt a Budget for the District for the ensuing budget year, with expected expenditures, revenue, and rates of assessments and taxes in such a manner as may be provided by law. If the Board of Directors fails to adopt a Budget by the first day of a Fiscal Year, the District shall be deemed to have adopted for such Fiscal Year a Budget, which provides for the application of the District's sale tax revenues collected in such Fiscal Year in accordance with the budget for the prior Fiscal Year.

B. The District shall, if requested by the City, provide in written form or testimony

information as to how the proposed Budget is consistent with the purposes of the District.

C. The District shall prepare and submit to the City Clerk and the Missouri Department of Economic Development an annual report (the "Annual Report") within 120 days after the end of the then Fiscal Year stating the services provided, revenues collected and expenditures made by the District during the Fiscal Year, and copies of all written resolutions approved by the Board of Directors during the Fiscal Year.

D. The District shall, if requested by the City, provide testimony as to the actions represented in the Annual Report that are in furtherance of the purposes and priorities as set forth in the District's Petition.

ARTICLE 3: DEFAULTS AND REMEDIES

A. An event of default as specified in this Article (an "Event of Default") shall occur upon the failure by either Party in the performance of any covenant, agreement or obligation imposed or created by this Agreement and the continuance of such failure for fifteen (15) days after the other Party has given written notice to such Party specifying such failure.

B. If any Event of Default has occurred and is continuing, then any non-defaulting party may, upon its election or at any time after its election while such default continues, by mandamus or other suit, action or proceedings at law or in equity enforce its rights against the defaulting party and its officers, agents and employees, and require and compel duties and obligations required by the provisions of this Agreement.

ARTICLE 4: MISCELLANEOUS

Section 4.1. Effective Date and Term.

This Agreement shall become effective on the date this Agreement has been fully executed by the Parties. This Agreement shall remain in effect for as long as the District is legally in existence.

Section 4.2. Modification.

The terms, conditions, and provision of this Agreement can be neither modified nor eliminated except in writing and by mutual agreement among the City and the District. Any modification to this Agreement as approved shall be attached hereto and incorporated herein by reference.

Section 4.3. Jointly Drafted.

The Parties agree that this Agreement has been jointly drafted and shall not be construed more strongly against another Party.

Section 4.4. Applicable Law.

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

Section 4.5. Validity and Severability.

It is the intention of the Parties that the provisions of this Agreement shall be enforced to the fullest extent permissible under the laws and public policies of State of Missouri, and that the unenforceability (or modification to conform with such laws or public policies) of any provision hereof shall not render unenforceable, or impair, the remainder of this Agreement. Accordingly, if any provision of this Agreement shall be deemed invalid or unenforceable in whole or in part, this Agreement shall be deemed amended to delete or modify, in whole or in part, if necessary, the invalid or unenforceable provision or provisions, or portions thereof, and to alter the balance of this Agreement in order to render the same valid and enforceable.

Section 4.6. Execution of Counterparts.

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

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IN WITNESS WHEREOF, the parties hereto have set their hands and seals the day and year first above written.

CITY OF KANSAS CITY, MISSOURI

By: _____

Title: _____

APPROVED AS TO FORM:

Assistant City Attorney

**51ST & OAK COMMUNITY IMPROVEMENT
DISTRICT**

By: _____

Name: Christy Soeken

Title: Executive Director

RESOLUTION 2018-07

51ST & OAK COMMUNITY IMPROVEMENT DISTRICT

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE 51ST & OAK COMMUNITY IMPROVEMENT DISTRICT RATIFYING PAST ACTION.

WHEREAS, pursuant to Ordinance No. 150507 passed on July 2, 2015, the City of Kansas City, Missouri approved the Petition to establish the 51st & Oak Community Improvement District (the “**District**”); and

WHEREAS, the Board of Directors of the District desires to ratify, acknowledge and accept all lawful actions taken by or on behalf of the District prior to this Resolution.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE 51ST & OAK COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

1. All lawful actions taken by or on behalf of the District as of the date of this resolution are hereby ratified, acknowledged and accepted.
2. This resolution shall take effect immediately.

PASSED by the Board of Directors of the 51st & Oak Community Improvement District on August 24, 2018.


Thomas R. McGee, Chairman

ATTEST:


Leah C. FitzGerald, Secretary

RESOLUTION 2019-01

51ST & OAK COMMUNITY IMPROVEMENT DISTRICT

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE 51ST & OAK COMMUNITY IMPROVEMENT DISTRICT AUTHORIZING SUBMISSION OF PROPOSED 2019-2020 FISCAL YEAR BUDGET.

WHEREAS, pursuant to Ordinance No. 150507 passed on July 2, 2015, the City of Kansas City, Missouri approved the Petition to establish the 51st & Oak Community Improvement District (the "**District**"); and

WHEREAS, pursuant to Section 67.1471.2, RSMo., the Board of Directors of the District shall submit to the City of Kansas City, Missouri a proposed annual budget, setting forth expected expenditures, revenues, and rates of assessments and taxes, if any, for such fiscal year, no earlier than one hundred eighty (180) days and no later than ninety (90) days prior to the first day of each fiscal year; and

WHEREAS, the next fiscal year of the District begins May 1, 2019; and

WHEREAS, the Board of Directors of the District desires to authorize the Executive Director to submit the proposed 2019-2020 fiscal year budget of the District to the City Clerk of the City of Kansas City, Missouri for review.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE 51ST & OAK COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

1. The proposed 2019-2020 fiscal year budget of the District attached as Exhibit "A" hereto and incorporated herein by reference (the "**Proposed Budget**") is tentatively approved by the Board of Directors of the District, pending review by the City of Kansas City, Missouri.
2. The Executive Director is authorized and directed to submit the Proposed Budget to the City Clerk of the City of Kansas City, Missouri no later than January 31, 2019.
3. The Executive Director is directed to provide copies of any comments made by the City of Kansas City, Missouri concerning the Proposed Budget to the Board of Directors of the District within seven (7) days of receipt.
4. The Officers and Special Counsel of the District are authorized to take such further actions as are reasonably necessary for the submission of the Proposed Budget to the City of Kansas City, Missouri as authorized by this resolution.
5. This resolution shall take effect immediately.

PASSED by the Board of Directors of the 51st & Oak Community Improvement District on January 29, 2019.


Thomas R. McGee, Chairman

ATTEST:



Leah C. FitzGerald, Secretary

EXHIBIT A

**2019-2020 PROPOSED BUDGET OF THE
51ST & OAK COMMUNITY IMPROVEMENT DISTRICT**

THE 51ST & OAK COMMUNITY IMPROVEMENT DISTRICT

BUDGET - FISCAL YEAR ENDING APRIL 30, 2020

	<i>FY 2019-2020 Budget</i>
REVENUE	
Advances from Developer	\$ 30,027
CID Sales Tax Revenues	\$ 282,270
 TOTAL REVENUES	 \$ 312,297
 EXPENDITURES	
Administrative	
Management Fee	\$ -
Legal Fees	\$ 5,000
Administrative, Accounting & Audit Fees	\$ 1,000
Insurance Costs	\$ 4,000
Services	
Ongoing Services	\$ -
Capital Improvements	
Hard Costs	
Demolition & Clearing	\$ -
Structured Parking	\$ -
Grading/Excavation (includes utility work)	\$ -
Hardscape (Concrete/Paving)	\$ -
Utility Improvements	\$ -
Landscape/Streetscape Improvements	\$ -
Signage/Monumentation	\$ -
Street Improvements/Signal Upgrades	\$ -
Offsite Infrastructure Improvements	\$ -
Contingency	\$ -
Soft Costs	
General Development Costs/Fees	\$ -
Design/Engineering	\$ -
Legal/Formation Costs	\$ -
Construction Interest Carry	\$ -
Financing Costs	\$ -
Other	
Developer Reimbursement	\$ -
Interest Carry on Developer Advances	\$ 302,297
 TOTAL EXPENDITURES	 \$ 312,297
 EXCESS OF REVENUES OVER EXPENDITURES	 \$ -

RESOLUTION 2019-02

51ST & OAK COMMUNITY IMPROVEMENT DISTRICT

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE 51ST & OAK COMMUNITY IMPROVEMENT DISTRICT RATIFYING PAST ACTION.

WHEREAS, pursuant to Ordinance No. 150507 passed on July 2, 2015, the City of Kansas City, Missouri approved the Petition to establish the 51st & Oak Community Improvement District (the "**District**"); and

WHEREAS, the Board of Directors of the District desires to ratify, acknowledge and accept all lawful actions taken by or on behalf of the District prior to this Resolution.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE 51ST & OAK COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

1. All lawful actions taken by or on behalf of the District as of the date of this resolution are hereby ratified, acknowledged and accepted.
2. This resolution shall take effect immediately.

PASSED by the Board of Directors of the 51st & Oak Community Improvement District on January 29, 2019.


Thomas R. McGee, Chairman

ATTEST:


Leah C. FitzGerald, Secretary

RESOLUTION 2019-03

51ST & OAK COMMUNITY IMPROVEMENT DISTRICT

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE 51ST & OAK COMMUNITY IMPROVEMENT DISTRICT ADOPTING THE 2019-2020 FISCAL YEAR BUDGET.

WHEREAS, pursuant to Ordinance No. 150507 passed on July 2, 2015, the City of Kansas City, Missouri approved the Petition to establish the 51st & Oak Community Improvement District (the "**District**");

WHEREAS, pursuant to Section 67.1471.3, RSMo., the Board of Directors of the District shall adopt an annual budget, setting forth expected expenditures, revenues, and rates of assessments and taxes, if any, for such fiscal year, no later than thirty (30) days prior to the first day of each fiscal year;


WHEREAS, the next fiscal year of the District begins May 1, 2019; and

WHEREAS, the Board of Directors of the District desires to adopt the 2019-2020 fiscal year budget of the District.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE 51ST & OAK COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

1. The 2019-2020 fiscal year budget of the District attached as Exhibit A hereto and incorporated herein by reference is hereby adopted by the Board of Directors of the District.
2. This resolution shall take effect immediately.

PASSED by the Board of Directors of the 51st & Oak Community Improvement District on March 29, 2019.


Thomas R. McGee, Chairman

ATTEST:


Leah C. FitzGerald, Secretary

EXHIBIT A

2019-2020 BUDGET OF THE
51ST & OAK COMMUNITY IMPROVEMENT DISTRICT

THE 51ST & OAK COMMUNITY IMPROVEMENT DISTRICT

BUDGET - FISCAL YEAR ENDING APRIL 30, 2020

	<i>FY 2019-2020 Budget</i>
REVENUE	
Advances from Developer	\$ 30,027
CID Sales Tax Revenues	\$ 282,270
TOTAL REVENUES	<u>\$ 312,297</u>
EXPENDITURES	
Administrative	
Management Fee	\$ -
Legal Fees	\$ 5,000
Administrative, Accounting & Audit Fees	\$ 1,000
Insurance Costs	\$ 4,000
Services	
Ongoing Services	\$ -
Capital Improvements	
Hard Costs	
Demolition & Clearing	\$ -
Structured Parking	\$ -
Grading/Excavation (includes utility work)	\$ -
Hardscape (Concrete/Paving)	\$ -
Utility Improvements	\$ -
Landscape/Streetscape Improvements	\$ -
Signage/Monumentation	\$ -
Street Improvements/Signal Upgrades	\$ -
Offsite Infrastructure Improvements	\$ -
Contingency	\$ -
Soft Costs	
General Development Costs/Fees	\$ -
Design/Engineering	\$ -
Legal/Formation Costs	\$ -
Construction Interest Carry	\$ -
Financing Costs	\$ -
Other	
Developer Reimbursement	\$ -
Interest Carry on Developer Advances	\$ 302,297
TOTAL EXPENDITURES	<u>\$ 312,297</u>
EXCESS OF REVENUES OVER EXPENDITURES	<u>\$ -</u>

RESOLUTION 2019-04

51ST & OAK COMMUNITY IMPROVEMENT DISTRICT

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE 51ST & OAK COMMUNITY IMPROVEMENT DISTRICT APPOINTING OFFICERS OF THE DISTRICT.

WHEREAS, pursuant to Ordinance No. 150507 passed on July 2, 2015, the City of Kansas City, Missouri approved the Petition to establish the 51st & Oak Community Improvement District (the "**District**");

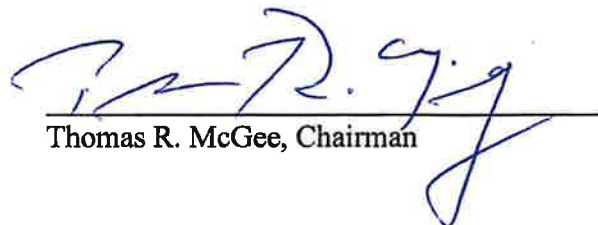
WHEREAS, the District's Bylaws require the Board of Directors to appoint a Chairman, Secretary, Treasurer and Executive Director at each annual meeting; and

WHEREAS, the Board of Directors desires to appoint a Chairman, Secretary, Treasurer and Executive Director to serve as the officers of the District until the next annual meeting in accordance with the Bylaws.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE 51ST & OAK COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

1. Thomas R. McGee is the appointed Chairman of the District.
2. Leah C. FitzGerald is the appointed Secretary of the District.
3. Robert A. Simmons is the appointed Treasurer of the District.
4. Christy Soeken is the appointed Executive Director of the District.
5. Each Officer of the District shall exercise those powers and perform those duties as set forth in the Bylaws of the District.
6. This resolution shall take effect immediately.

PASSED by the Board of Directors of the 51st & Oak Community Improvement District on March 29, 2019.


Thomas R. McGee, Chairman

ATTEST:


Leah C. FitzGerald, Secretary

RESOLUTION 2019-05

51ST & OAK COMMUNITY IMPROVEMENT DISTRICT

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE 51ST & OAK COMMUNITY IMPROVEMENT DISTRICT RATIFYING PAST ACTION.

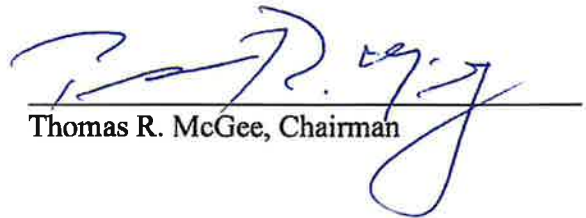
WHEREAS, pursuant to Ordinance No. 150507 passed on July 2, 2015, the City of Kansas City, Missouri approved the Petition to establish the 51st & Oak Community Improvement District (the "**District**"); and

WHEREAS, the Board of Directors of the District desires to ratify, acknowledge and accept all lawful actions taken by or on behalf of the District prior to this Resolution.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE 51ST & OAK COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

1. All lawful actions taken by or on behalf of the District as of the date of this resolution are hereby ratified, acknowledged and accepted.
2. This resolution shall take effect immediately.

PASSED by the Board of Directors of the 51st & Oak Community Improvement District on March 29, 2019.


Thomas R. McGee, Chairman

ATTEST:


Leah C. FitzGerald, Secretary