

Denise M. Goodson
816-472-2543
dmgoodson@lewisricekc.com

August 28, 2023

VIA EMAIL:

Missouri Dept. of Economic Development
Attn: CID Annual Report
P.O. 1157
Jefferson City, MO 65102
Phone: 573-526-8004
Email: redvelopment@ded.mo.gov

VIA EMAIL:

Missouri Department of Revenue
Attn: CID Annual Report
P.O. Box 3380
Jefferson City, MO 65105-3380
Phone: 573-751-4876
Email: localgov@dor.mo.gov

**VIA EMAIL AND
FIRST CLASS MAIL:**

City Clerk
25th Floor, City Hall
414 E. 12th Street
Kansas City, MO 64106
Phone: 816-513-6401
Email: clerk@kcmo.org

VIA EMAIL:

Missouri State Auditor
Attn: CID Annual Report
P.O. Box 869
Jefferson City, MO 65102
Phone: 573-751-4213
Email: moaudit@auditor.mo.gov

Re: 1200 Main/South Loop Community Improvement District (“CID”)
Annual Report for FYE April 30, 2023

Ladies/Gentlemen:

Enclosed please find the Annual Report for the 1200 Main/South Loop Community Improvement District.

Please do not hesitate to contact me if you have any questions or if I may be of further assistance.

Very truly yours,

LEWIS RICE LLC

Denise Goodson

Denise M. Goodson, Legal Assistant

DMG

Enclosure

cc: Doug S. Stone, Esq. (via email w/o enc.)
Board of Directors (via email w/ enc.)

ANNUAL REPORT FOR
1200 MAIN/SOUTH LOOP
COMMUNITY IMPROVEMENT DISTRICT (“CID”)

SECTION I

DATE OF REPORT SUBMITTAL: August 28, 2023 for FYE April 30, 2023

DISTRICT POINT OF CONTACT NAME: Douglas S. Stone, Esq.

POINT OF CONTACT PHONE AND EMAIL: 816-421-2500 dstone@lewisricekc.com

SECTION II

CURRENT BOARD MEMBERS AND CONTACT INFORMATION:

BOARD MEMBER NAME:	BOARD MEMBER EMAIL
Jeffrey Williams	Jeffrey.Williams@kcmo.org
Sean Carroll	Sean.Carroll@kcmo.org
Matthew Muckenthaler	Matthew.Muckenthaler@kcmo.org
Gabriel Robinson	gabriel@ecioperations.com
Michael Coddington	Michael.Coddington@kcmo.org

SECTION III

SERVICES PERFORMED DURING THE CURRENT FISCAL YEAR:

The CID did not provide any services.

SECTION IV

DATE PROPOSED BUDGET WAS SUBMITTED: 1/31/2022

DATE ANNUAL BUDGET WAS ADOPTED: 3/29/2022

DATE ANNUAL REPORT WAS SUBMITTED: 8/18/2022

SECTION V

RESOLUTIONS APPROVED DURING FISCAL YEAR (ATTACH COPIES):

RESOLUTION NUMBER	RESOLUTION TITLE
Resolution 2023-01	Resolution of the 1200 Main/South Loop Community Improvement District Appointing Interim Director to Replace Kerrie Tyndall
Resolution 2023-02	Resolution Approving the Minutes of the March 29, 2022 Annual Board Of Directors Meeting
Resolution 2023-03	Resolution of the 1200 Main/South Loop Community Improvement District Electing Officers
Resolution 2023-04	Resolution of the 1200 Main/South Loop Community Improvement District (“District”) Amending the Budget for Fiscal Year 2022-2023
Resolution 2023-05	Resolution of the 1200 Main/South Loop Community Improvement District Approving the Budget For Fiscal Year 2024 And Appropriating Funds
Resolution 2023-06	Resolution Of 1200 Main/South Loop Community Improvement District Ratifying Actions of Fiscal Agent, Including Payment of Certain District Administrative Costs

SECTION VI

REVENUE AND EXPENSES:

REVENUE:		
a) Cash on Hand (Beginning of Fiscal Year)		\$ 7,535.00
b) Sales/Use Tax Collections (Sales/Use Tax not yet imposed)		\$ 720,811.68
c) Special Assessment Collections (No Special Assessment imposed)		\$ 0.00
TOTAL REVENUE:		\$ 728,346.68
EXPENSES:		
I. Public Infrastructure Improvements:		
a)	\$ 0.00	
b)	\$ 0.00	
SUB-TOTAL:	\$ 0.00	
II. Interior Improvements:		
a)	\$ 0.00	
b)	\$ 0.00	
SUB-TOTAL:	\$ 0.00	
III. Exterior Improvements:		
a)	\$ 0.00	
b)	\$ 0.00	
SUB-TOTAL:	\$ 0.00	
IV. Services:		
a)	\$ 0.00	
b)	\$ 0.00	
SUB-TOTAL:	\$ 0.00	
V. Other Expenses:		
a) Operating and Administrative Costs	\$ 16,000.00	
b) Transfer to Special Allocation Fund*	\$ 334,139.52	
c) Disbursement to Developer for the purpose of operating, maintaining, managing and repairing certain garages within the CID as provided by the Cooperative Agreement**	\$ 318,139.52	
SUB-TOTAL:	\$ 668,279.04	
EXPENSES SUB-TOTAL:		
I. Public Infrastructure Improvements	\$ 0.00	
II. Interior Improvements	\$ 0.00	
III. Exterior Improvements	\$ 0.00	
IV. Services	\$ 0.00	
V. Other Expenses	\$ 668,279.04	
TOTAL EXPENSES:	\$ 668,279.04	
TOTAL REVENUE:		\$ 728,346.68
LESS TOTAL EXPENSES:		\$ 668,279.04
BALANCE:		\$ 60,067.64

*Until the termination of the 1200 Main/South Loop Tax Increment Financing Plan (the “TIF Plan”), one half of the CID Sales Tax revenue will be captured as economic activity taxes in accordance with the TIF Plan for deposit in the Special Allocation Fund maintained with respect to the TIF Plan.

**The City of Kansas City, Missouri, the CID and Kansas City Live, LLC (the “Developer”) have entered into a Cooperative Agreement (the “Cooperative Agreement”) pursuant to which the CID agreed to make its District Revenue available to pay certain costs set forth in the CID’s formation petition and the Cooperative Agreement.

SUBMIT FORM AND ATTACHMENTS TO:

Missouri Dept. of Economic Development
Attn: CID Annual Report
P.O. 1157
Jefferson City, MO 65102
Phone: 573-526-8004
Email: redvelopment@ded.mo.gov

City Clerk
25th Floor, City Hall
414 E. 12th Street
Kansas City, MO 64106
Phone: 816-513-6401
Email: clerk@kcmo.org

Missouri Department of Revenue
Attn: CID Annual Report
P.O. Box 3380
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Email: localgov@dor.mo.gov

Missouri State Auditor
Attn: CID Annual Report
P.O. Box 869
Jefferson City, MO 65102
Phone: 573-751-4213
Email: moaudit@auditor.mo.gov

1200 MAIN/SOUTH LOOP COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION 2023-01

RESOLUTION OF THE 1200 MAIN/SOUTH LOOP COMMUNITY IMPROVEMENT DISTRICT APPOINTING INTERIM DIRECTOR TO REPLACE KERRIE TYNDALL

WHEREAS, Kerrie Tyndall lost qualification to be a Director of the 1200 Main/South Loop Community Improvement District (the “District”) effective September 1, 2022; and

WHEREAS, the Bylaws of the District provide that in the event of a vacancy on the Board of Directors of the District (the “Board”) prior to the expiration of a Director’s term, the remaining Directors shall elect an Interim Director to fill the vacancy for the unexpired term;

NOW, THEREFORE, BE IT RESOLVED, by the Board, as follows:

1. Michael Coddington has been designated by the City of Kansas City, Missouri (the “City”) as a “City Representative” to serve as a Director of the District in substitution of Kerrie Tyndall.
2. Michael Coddington is hereby appointed to serve as a Director of the District to fill the vacancy created by the loss of qualification of Kerrie Tyndall, to serve for the remainder of her term and until his successor is duly appointed and qualified.
3. The Board officially acknowledges Michael Coddington’s execution of the oath of office as a Director of the District, which shall be maintained with the records of the District.
4. This Resolution shall take effect immediately.

PASSED by the Board of Directors of the 1200 Main/South Loop Community Improvement District on March 30, 2023.

Matthew Muckenthaler

Matthew Muckenthaler, District Manager

1200 MAIN/SOUTH LOOP COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION 2023-02

RESOLUTION APPROVING THE MINUTES OF THE MARCH 29, 2022 ANNUAL BOARD OF DIRECTORS MEETING

WHEREAS, the Bylaws of the 1200 Main/South Loop Community Improvement District (the “District”) require the District to keep minutes of Board of Directors’ meetings;

WHEREAS, the Board of Directors of the District (the “Board”) conducted its annual Board meeting on March 29, 2022; and

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

NOW, THEREFORE, BE IT RESOLVED, that the minutes of the annual Board meeting held on March 29, 2022 are attached hereto as Exhibit A and shall be and are hereby approved in all respects.

PASSED by the Board of Directors of the 1200 Main/South Loop Community Improvement District on March 30, 2023.

Matthew Muckenthaler

Matthew Muckenthaler, District Manager

EXHIBIT A

MARCH 29, 2022 MEETING MINUTES

[See Attached]

**1200 MAIN/SOUTH LOOP
COMMUNITY IMPROVEMENT DISTRICT**

**MINUTES OF THE ANNUAL MEETING OF
THE BOARD OF DIRECTORS OF THE DISTRICT**

The annual meeting of the Board of Directors (“Board”) of the 1200 Main/South Loop Community Improvement District (the “District”) was held on March 29, 2022 commencing at 4:00 p.m., in the Large Conference Room, 15th Floor at Kansas City, Missouri City Hall, 414 E. 12th Street, Kansas City, Missouri, 64106, pursuant to due notice.

The following members of the Board were present via the Zoom videoconference platform: Kerrie Tyndall, Sean Carroll and Matthew Muckenthaler (in person on site). Jeffrey Williams joined the meeting via Zoom Videoconference platform later in the proceedings, as noted below. Also present via the Zoom videoconference platform were Eluard Alegre, Assistant City Attorney with the City of Kansas City, Missouri (the “City”), Ben Gamble with Stinson LLP, Doug Stone and Denise Goodson of Lewis Rice, LLC and Karen Wolters and Susan Cooper of S.E. Cooper and Associates, LLC. In the absence of the Chairman, Mr. Stone offered to direct the meeting. After determining that a quorum of Board members was present, Mr. Stone called the meeting to order.

The first order of business to come before the meeting was approval of the minutes of the March 9, 2020 Annual Board of Directors Meeting. A short discussion ensued regarding details included in the minutes, upon the conclusion of which Mr. Muckenthaler made a motion to adopt Resolution No. 2022-01, approving the minutes of the March 26, 2021 Annual Board of Directors meeting, which Ms. Tyndall seconded. A vote was held and Resolution No. 2022-01 was unanimously adopted.

Then, the Board took up discussion of the election/appointment of officers the District. Mr. Stone explained that the list proposed is the same as currently in place. Mr. Muckenthaler made a motion to adopt Resolution No. 2022-02, appointing Jeffrey Williams as Chairman, Ms. Tyndall as Vice Chair, Mr. Muckenthaler as District Manager, Mr. Robinson as Secretary and Mr. Carroll as Treasurer. Ms. Tyndall seconded the motion. A vote was held and Resolution No. 2022-02 was unanimously adopted.

The meeting agenda then called for the meeting to be opened to public comments; however, no members of the public were present. Accordingly, the meeting continued.

The next order of business was to amend the Budget for the Fiscal Year ending April 30, 2022. Mr. Stone explained that as was done previously, the Budget for FYE April 30, 2022 was being amended to bring the Budget information in line with actual results to date. Jeffrey Williams joined the meeting via Zoom videoconference platform during the discussion which ensued, upon the conclusion of which, Mr. Muckenthaler made a motion to adopt Resolution No. 2022-03, amending the Budget for Fiscal Year ended April 30, 2022. Ms. Tyndall seconded the motion. A vote was held and Resolution No. 2022-03 was unanimously adopted.

The next order of business was to adopt a Budget for the Fiscal Year ending April 30, 2023. Mr. Stone asked Ms. Goodson to explain the adjustment made to the sales tax revenue estimate in light of the continuing effects of the Covid-19 pandemic. Ms. Goodson said that the estimated Sales and Use Tax revenue was adjusted to 70% of the estimated Sales and Use Tax revenue for Year 4 as set forth in the Five Year Plan for the District. Mr. Williams concurred that the estimate included is a fair target. Mr. Williams then discussed a new fee that will be imposed by the City to review the Annual Report for the District each year, which will need to be included in the Administrative Costs set forth on the Budget going forward. Upon conclusion of discussion, Mr. Williams made a motion to adopt Resolution No. 2022-04, adopting the Budget for Fiscal Year ended April 30, 2023. Ms. Tyndall seconded the motion. A vote was held and Resolution No. 2022-04 was unanimously adopted.

Next, Mr. Stone introduced Ms. Wolters and Ms. Cooper who reported that the administrative procedures for distributing CID revenues monthly have been fully implemented. There had been a delay with regard to wiring instructions for distributions to the Cordish Company, but it was being resolved.

Then, the Board took up discussion of the ratification of prior payment of certain District administrative costs. Ms. Tyndall requested information regarding how the CID revenue is deposited monthly. Mr. Stone asked Ms. Wolters explain the change in the date taxes are submitted by businesses and how that effected tax revenue distribution to taxing entities. Upon conclusion of the discussion, Mr. Carroll made a motion to adopt Resolution 2022-05, ratifying payment of certain District Administrative Costs, which Ms. Tyndall seconded. A vote was held and Resolution No. 2022-05 was unanimously adopted.

There being no other business to come before the Board, Mr. Williams made a motion to adjourn the meeting, which Ms. Tyndall seconded. The meeting was then adjourned.

Respectfully submitted,

Douglas Stone, District Counsel

1200 MAIN/SOUTH LOOP COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION NO. 2023-03

RESOLUTION OF THE 1200 MAIN/SOUTH LOOP COMMUNITY IMPROVEMENT DISTRICT ELECTING OFFICERS

WHEREAS, the Bylaws of the 1200 Main/South Loop Community Improvement District (the “District”) require the District’s Board of Directors (the “Board”) to elect a Chairman, District Manager, Secretary and Treasurer and such other officers or employees as the Board deems necessary;

WHEREAS, the Board desires to elect a Chairman, District Manager, Secretary and Treasurer as the officers of the District in accordance with the Bylaws; and

WHEREAS, the Chairman, District Manager, Secretary and Treasurer shall have the powers and duties described in the Bylaws.

NOW, THEREFORE, BE IT RESOLVED by the Board, as follows:

1. Jeffrey Williams is elected Chairman of the District.
2. Michael Coddington is elected Vice Chair of the District.
3. Matthew Muckenthaler is elected District Manager of the District.
4. Gabriel Robinson is elected Secretary of the District.
5. Sean Carroll is elected Treasurer of the District.
6. Each officer of the District shall exercise those powers and perform those duties as set forth in the Bylaws of the District.
7. Each officer of the District elected above shall serve a term of one year and until his or her successor has been duly appointed and qualified.
8. This Resolution shall take effect immediately.

PASSED by the Board of Directors of the 1200 Main/South Loop Community Improvement District on March 23, 2023.

Matthew Muckenthaler

Matthew Muckenthaler, District Manager

1200 MAIN/SOUTH LOOP COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION NO. 2023-04

RESOLUTION OF THE 1200 MAIN/SOUTH LOOP COMMUNITY IMPROVEMENT DISTRICT (“DISTRICT”) AMENDING THE BUDGET FOR FISCAL YEAR 2022-2023

WHEREAS, the District’s Board of Directors (the “**Board**”) previously adopted an annual budget for the operation of the District, Resolution No. 2022-04 (the “**Budget**”); and

WHEREAS, the Board desires to amend the Budget as more particularly set forth below.

NOW, THEREFORE, BE IT RESOLVED, as follows:

1. The District hereby amends its annual Budget with respect to the District’s fiscal year 2022-2023 (ending April 30, 2023), and approves the Amended Budget attached hereto as **Exhibit A** (the “**Amended Budget**”).
2. The District Manager of the District is directed to provide to the City Clerk of Kansas City, Missouri a copy of the District’s Amended Budget.
3. The District hereby appropriates all District Revenues received by the District during the current fiscal year 2022-2023 to pay the costs and expenses reflected on the Amended Budget, and ratifies all expenditures previously made consistent with the Amended Budget.
4. This Resolution shall take effect immediately.

PASSED by the Board of Directors of 1200 Main/South Loop Community Improvement District on March 30, 2023.

Matthew Muckenthaler

Matthew Muckenthaler, District Manager

Exhibit A

AMENDED FYE 2023 ANNUAL BUDGET

[SEE ATTACHED]

1200 Main/South Loop Community Improvement District FYE April 30, 2023 Budget (Amended)

BUDGET MESSAGE

The 1200 Main/South Loop Community Improvement District (the “**District**”) was formed as a political subdivision of the State of Missouri on May 2, 2019 by the City Council of the City of Kansas City, Missouri (the “**City**”) by Ordinance No. 190306 upon a Petition to Establish the District (the “**Petition**”) . The Petition authorized the District to impose within the District, upon qualified voter approval, a one percent (1%) sales and use tax (the “**CID Sales Tax**”). At the initial meeting of the Board of Directors of the District held June 18, 2019, the Board of Directors passed a Resolution approving the one percent (1%) CID Sales Tax, subject to qualified voter approval. On September 25, 2019, the qualified voters approved the one percent (1%) CID Sales Tax by mail-in ballot election. The CID Sales Tax commenced on January 1, 2020.

The District has adopted a fiscal year beginning May 1 and ending April 30 of each year, the same as the fiscal year of the City.

The District entered into a Cooperative Agreement (the “Cooperative Agreement”) with Kansas City Live, LLC (the “Developer”) and the City dated as of September 30, 2020 pursuant to which the District agreed make its revenue available to pay certain costs set forth in the Petition and the Cooperative Agreement. However, until the termination of the 1200 Main/South Loop Tax Increment Financing Plan (the “**TIF Plan**”), one half of the CID Sales Tax revenue will be captured as economic activity taxes in accordance with the TIF Plan for deposit in the Special Allocation Fund maintained with respect to the TIF Plan (the “**Special Allocation Fund**”). The Board of Directors of the District is adopting this amended budget for FYE 2023 to reflect more accurate estimated revenues and expenditures.

	<u>FYE 4/30/2023</u> ¹	<u>FYE 4/30/2022</u> ²	<u>FYE 4/30/2021</u> ²
	(REVISED)	(REVISED)	(REVISED)
<u>FUNDS AVAILABLE</u>			
Cash on Hand (Beginning of Fiscal Year)	\$7,535.00	\$485,752.00	\$125,153.00
<u>REVENUES</u>			
CID Sales and Use Tax	\$720,811.68 ³	\$534,869.00	\$382,898.00
Interest Earned	\$0.00	\$0.00	\$265.00
TOTAL REVENUES	\$728,346.68	\$1,020,621.00	\$508,316.00
<u>EXPENDITURES</u>			
Transfer to Special Allocation Fund	\$334,139.52	\$516,592.00	
Disbursement to Developer for the purpose of operating, maintaining, managing and repairing certain garages within the District as provided by the Cooperative Agreement	\$318,139.52	\$478,007.00	
CID Operating and Administrative Costs	\$16,000.00	\$18,487.00	\$22,564.00
TOTAL EXPENDITURES	\$668,279.04	\$1,013,086.00	\$22,564.00
<u>FUNDS AVAILABLE</u>			
Cash on Hand (End of Fiscal Year)	\$60,067.64	\$7,535.00	\$485,752.00

¹ Estimated

² Actual

³ Due to the effects of the Covid-19 pandemic on the economy, the estimated Sales and Use Tax revenue is adjusted to 70% of the estimated Sales and Use Tax revenue for Year 4 as set forth in the Five Year Plan (\$1,028,312.00)

1200 MAIN/SOUTH LOOP COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION NO. 2023-05

RESOLUTION OF THE 1200 MAIN/SOUTH LOOP COMMUNITY IMPROVEMENT DISTRICT APPROVING THE BUDGET FOR FISCAL YEAR 2024 AND APPROPRIATING FUNDS

WHEREAS, the 1200 Main/South Loop Community Improvement District (the “District”) is required to submit to the governing body of the City a proposed annual budget for the operation of the District;

WHEREAS, the District submitted to the City the proposed annual budget for the District’s fiscal year ending April 30, 2024, which is attached hereto as Exhibit A;

WHEREAS, the District desires to adopt such budget, in substantially the form attached hereto as Exhibit A, for the operation of the District with respect to the District’s fiscal year ending April 30, 2024 (“FYE 2024”); and

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

1. The District hereby adopts the budget attached hereto as Exhibit A as the District’s budget for FYE 2024 and hereby appropriates all District revenues realized by the District during FYE 2024 to pay for the costs and expenses reflected on the District’s Budget with respect to FYE 2024.
2. This Resolution shall take effect immediately.

PASSED by the Board of Directors of 1200 Main/South Loop Community Improvement District on March 30, 2023.

Matthew Muckenthaler

Matthew Muckenthaler, District Manager

Exhibit A

FYE 2024 ANNUAL BUDGET

[SEE ATTACHED]

1200 Main/South Loop Community Improvement District

FYE April 30, 2024 Budget

BUDGET MESSAGE

The 1200 Main/South Loop Community Improvement District (the “**District**”) was formed as a political subdivision of the State of Missouri on May 2, 2019 by the City Council of the City of Kansas City, Missouri (the “**City**”) by Ordinance No. 190306 upon a Petition to Establish the District (the “**Petition**”) . The Petition authorized the District to impose within the District, upon qualified voter approval, a one percent (1%) sales and use tax (the “**CID Sales Tax**”). At the initial meeting of the Board of Directors of the District held June 18, 2019, the Board of Directors passed a Resolution approving the one percent (1%) CID Sales Tax, subject to qualified voter approval. On September 25, 2019, the qualified voters approved the one percent (1%) CID Sales Tax by mail-in ballot election. The CID Sales Tax commenced on January 1, 2020.

The District has adopted a fiscal year beginning May 1 and ending April 30 of each year, the same as the fiscal year of the City.

The District entered into a Cooperative Agreement (the “Cooperative Agreement”) with Kansas City Live, LLC (the “Developer”) and the City dated as of September 30, 2020 pursuant to which the District agreed make its revenue available to pay certain costs set forth in the Petition and the Cooperative Agreement. However, until the termination of the 1200 Main/South Loop Tax Increment Financing Plan (the “**TIF Plan**”), one half of the CID Sales Tax revenue will be captured as economic activity taxes in accordance with the TIF Plan for deposit in the Special Allocation Fund maintained with respect to the TIF Plan (the “**Special Allocation Fund**”).

	<u>FYE 4/30/2024</u> ¹	<u>FYE 4/30/2023</u> ¹ (REVISED)	<u>FYE 4/30/2022</u> ² (REVISED)
<u>FUNDS AVAILABLE</u>			
Cash on Hand (Beginning of Fiscal Year)	\$60,067.64	\$7,535.00	\$485,752.00
<u>REVENUES</u>			
CID Sales and Use Tax	\$839,102.40 ³	\$720,811.68	\$534,869.00
TOTAL REVENUES	<u>\$899,170.04</u>	<u>\$728,346.68</u>	<u>\$1,020,621.00</u>
<u>EXPENDITURES</u>			
Transfer to Special Allocation Fund	\$414,622.42	\$334,139.52	\$516,592.00
Disbursement to Developer for the purpose of operating, maintaining, managing and repairing certain garages within the District as provided by the Cooperative Agreement	\$398,622.42	\$318,139.52	\$478,007.00
CID Operating and Administrative Costs	<u>\$16,000.00</u>	<u>\$16,000.00</u>	<u>\$18,487.00</u>
TOTAL EXPENDITURES	<u>\$829,244.84</u>	<u>\$668,279.04</u>	<u>\$1,013,086.00</u>
<u>FUNDS AVAILABLE</u>			
Cash on Hand (End of Fiscal Year)	<u>\$69,925.20</u>	<u>\$60,067.64</u>	<u>\$7,535.00</u>

¹ Estimated

² Actual

³ Due to the effects of the Covid-19 pandemic on the economy, the estimated Sales and Use Tax revenue is adjusted to 80% of the estimated Sales and Use Tax revenue for Year 5 as set forth in the Five Year Plan (\$1,048,878.00)

1200 MAIN/SOUTH LOOP COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION NO. 2023-06

RESOLUTION OF 1200 MAIN/SOUTH LOOP COMMUNITY IMPROVEMENT DISTRICT RATIFYING ACTIONS OF FISCAL AGENT, INCLUDING PAYMENT OF CERTAIN DISTRICT ADMINISTRATIVE COSTS

WHEREAS, on May 2, 2019, the City Council of the City of Kansas City, Missouri (the “**City**”) adopted Ordinance Number 190306, pursuant to which the City approved the Petition for the Establishment of the 1200 Main/South Loop Community Improvement District (the “**Petition**”), and established the 1200 Main/South Loop Community Improvement District (the “**District**”) for the purposes set forth in the Petition; and

WHEREAS, the District was formed for the purpose of supporting the construction of future parking facilities that the City is obligated to provide within the District pursuant to Section 6.9 of that certain Master Development Agreement between the City and Kansas City Live, LLC, (the “**Developer**”) dated April 27, 2004, as the same has been amended from time-to-time (the “**MDA**”), as well as to fund costs relating to the operation, maintenance, management, repairs and replacements (including any repairs and replacements that are chargeable to capital under generally accepted accounting principles consistently applied) of existing parking facilities within the District, all as more fully set forth in Section 6.13 of the MDA; and

WHEREAS, the District has levied and imposed a sales and use tax of one percent (1.00%) (the “**District Sales Tax**”) in accordance with the CID Act and the Petition, which was approved by the qualified voters in the District in accordance with the Act on September 25, 2019, which will be collected by the Missouri Department of Revenue (“**DOR**”) and shall be remitted to the District for deposit by the District into the treasury of the District and use in accordance with applicable law and pursuant to the terms of that certain Cooperative Agreement to be entered between the District, the City and the Developer (the “**Cooperative Agreement**”); and

WHEREAS, the District has engaged SE Cooper and Associates, PC to provide accountancy services to the District, including service as the “**Fiscal Agent**” under the Cooperative Agreement (the “**Fiscal Agent**”); and

WHEREAS, the Fiscal Agent has disbursed funds from the Revenue Fund of the District as directed by the terms of the Development Agreement, including the payment of such invoices for costs of operating or administering the District (“**District Administrative Costs**”) as requested by submission of Certificates of District Administrative Costs by the District Manager and/or the Treasurer of the District; and

WHEREAS, the Board of Directors has been provided with a list of the District Administrative Costs so paid, which is attached hereto as **Exhibit A**, and the invoices in support thereof; and

WHEREAS, the Board of Directors of the District desires to ratify actions of the Fiscal Agent to disburse funds, including payment of the payment of the District Administrative Costs.

NOW, THEREFORE, BE IT RESOLVED, as follows:

1. The Board hereby ratifies the prior actions of the Fiscal Agent.
2. Payment of the District Administrative Costs is hereby ratified and affirmed.
3. All invoices in support of the District Administrative Costs are on file with the Secretary of the District.
4. This Resolution shall take effect immediately.

PASSED by the Board of Directors of 1200 Main/South Loop Community Improvement District on March 30, 2023.

Matthew Muckenthaler

Matthew Muckenthaler, District Manager

EXHIBIT A

Paid District Administrative Costs

See Attached

**1200 MAIN/SOUTH LOOP CID
ADMINISTRATIVE COSTS PAID**

MARCH 1, 2022 THROUGH FEBRUARY 28, 2023

DATE	AMOUNT	PAYEE	DESCRIPTION
3/14/2022	\$ 18.77	Commerce Bank	Service Charge
3/21/2022	\$ 2,549.80	Lewis Rice	Legal Fees
3/21/2022	\$ 40.00	Commerce Bank	Wire Transfer Fee
3/31/2022	\$ 40.00	Commerce Bank	Wire Transfer Fee
4/1/2022	\$ 1,225.50	Lewis Rice	Legal Fees
4/14/2022	\$ 28.94	Commerce Bank	Service Charge
4/29/2022	\$ 2,356.00	Lewis Rice	Legal Fees
4/29/2022	\$ 40.00	Commerce Bank	Wire Transfer Fee
4/29/2022	\$ 40.00	Commerce Bank	Wire Transfer Fee
5/13/2022	\$ 18.77	Commerce Bank	Service Charge
5/26/2022	\$ 40.00	Commerce Bank	Wire Transfer Fee
5/26/2022	\$ 40.00	Commerce Bank	Wire Transfer Fee
6/14/2022	\$ 58.60	Commerce Bank	Service Charge
6/22/2022	\$ 57.00	Lewis Rice	Legal Fees
6/22/2022	\$ 40.00	Commerce Bank	Wire Transfer Fee
6/22/2022	\$ 40.00	Commerce Bank	Wire Transfer Fee
6/22/2022	\$ 1,785.00	SE Cooper	Accounting Fees
7/14/2022	\$ 18.60	Commerce Bank	Service Charge
7/21/2022	\$ 529.84	Lewis Rice	Legal Fees
7/21/2022	\$ 40.00	Commerce Bank	Wire Transfer Fee
7/21/2022	\$ 40.00	Commerce Bank	Wire Transfer Fee
8/12/2022	\$ 19.11	Commerce Bank	Service Charge
8/30/2022	\$ 40.00	Commerce Bank	Wire Transfer Fee
8/30/2022	\$ 40.00	Commerce Bank	Wire Transfer Fee
9/14/2022	\$ 19.20	Commerce Bank	Service Charge
9/21/2022	\$ 1,411.70	Lewis Rice	Legal Fees
9/21/2022	\$ 40.00	Commerce Bank	Wire Transfer Fee
9/21/2022	\$ 40.00	Commerce Bank	Wire Transfer Fee
10/14/2022	\$ 18.77	Commerce Bank	Service Charge
10/25/2022	\$ 40.00	Commerce Bank	Wire Transfer Fee
10/25/2022	\$ 40.00	Commerce Bank	Wire Transfer Fee
11/14/2022	\$ 18.60	Commerce Bank	Service Charge
11/17/2022	\$ 136.80	Lewis Rice	Legal Fees
11/17/2022	\$ 45.00	Commerce Bank	Wire Transfer Fee
11/17/2022	\$ 45.00	Commerce Bank	Wire Transfer Fee
12/14/2022	\$ 18.77	Commerce Bank	Service Charge
12/16/2022	\$ 45.00	Commerce Bank	Wire Transfer Fee
12/16/2022	\$ 45.00	Commerce Bank	Wire Transfer Fee
12/31/2022	\$ 95.00	Lewis Rice	Legal Fees
12/31/2022	\$ 1,495.00	SE Cooper	Accounting Fees
1/14/2023	\$ 18.60	Commerce Bank	Service Charge
1/20/2023	\$ 45.00	Commerce Bank	Wire Transfer Fee
1/20/2023	\$ 45.00	Commerce Bank	Wire Transfer Fee
2/6/2023	\$ 1,000.50	KCMO City Treasurer	Annual Report Submission Review Fee
2/14/2023	\$ 19.09	Commerce Bank	Service Charge
2/17/2023	\$ 323.00	Lewis Rice	Legal Fees
2/17/2023	\$ 45.00	Commerce Bank	Wire Transfer Fee
2/17/2023	\$ 45.00	Commerce Bank	Wire Transfer Fee
TOTAL	\$ 14,240.96		

\$ 1,275.82	BANK CHARGES
\$ 3,280.00	SE COOPER CHARGES
\$ 8,684.64	LEWIS RICE CHARGES
\$ 1,000.50	KCMO ANNUAL REPORT REVIEW CHARGES
\$ 14,240.96	