

**The Kansas City Convention Center Headquarters Hotel
Community Improvement District
Amended Report for the Fiscal Year Ending April 30, 2020**

This amended report is prepared pursuant to RSMo 67.1471.4, requiring that the District state the services provided, revenues collected, and expenditures made by the District during the fiscal year, and that the District attach the written resolutions approved by the District's Board of Directors during that period. The following information is for the District's fiscal year that ended April 30, 2020.

Services Provided – The District did not provide any services.

Beginning Account Balance - \$0

Revenues Collected – \$0

Expenditures – \$0

Ending Account Balance - \$0

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

Resolution No. 2020-1: Approve Minutes of the February 26, 2019 Board Meeting

Resolution No. 2020-2: Approve Proposed Budget for FYE 4/30/2021

Resolution No. 2020-3: Approve Filing FYE 4/31/2020 Annual Report with City Clerk and DED

Resolution No. 2020-4: Approve Filing FYE 4/31/2020 Annual Report with State Auditor

Resolution No. 2020-5: Nomination of Successor Director

Resolution No. 2020-6: Appoint Officers of the District

Resolution No. 2020-7: Ratify Past Actions

A copy of each of these resolutions is attached hereto.

FORM AND ATTACHMENTS SUBMITTED 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

THE KANSAS CITY CONVENTION CENTER HEADQUARTERS HOTEL
COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2020-1

APPROVING THE MINUTES OF THE FEBRUARY 26, 2019 MEETING

WHEREAS, the Bylaws of the Kansas City Convention Center Headquarters Hotel Community Improvement District (the "**District**") require the District to keep minutes of Board of Directors meetings;

WHEREAS, the Board of Directors of the District conducted a Board of Directors meeting on February 26, 2019; and

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

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the Kansas City Convention Center Headquarters Hotel Community Improvement District that the minutes of the Board of Directors meeting held on February 26, 2019 are attached hereto as **Exhibit A** and shall be and are hereby approved in all respects.

PASSED by the Board of Directors of Kansas City Convention Center Headquarters Hotel Community Improvement District on September 4, 2020.



Michael Burke, Chair

EXHIBIT A

February 26, 2019 Meeting Minutes

**THE KANSAS CITY CONVENTION CENTER HEADQUARTERS HOTEL
COMMUNITY IMPROVEMENT DISTRICT**

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

FEBRUARY 26, 2019

A. Time and Place

The 2019 meeting of the Board of Directors (the “Directors” or “Board”) of the Kansas City Convention Center Headquarters Hotel Community Improvement District (the “District”) was held on February 26, 2019, commencing at 3:00 p.m. at Polsinelli PC – Thompson Conference Room, 900 W. 48th Place, Suite 900, Kansas City, Missouri 64112 and/or by telephone conference, after giving due notice.

B. Attendees; Call to Order

The following Directors were present: Mike Burke, John Burke, Bob Langenkamp, and Tom Whittaker. Also present were Roxsen Koch and Matt Moriarity of Polsinelli, PC. After recognizing that a quorum of the Board was present, Roxsen Koch called the meeting to order.

C. Resolution 2019-01

The Board considered Resolution 2019-01, to approve the minutes of the November 28, 2017 meeting. Following discussion, Director Burke moved to adopt Resolution 2019-01. Director Whittaker seconded the motion, and the Directors adopted Resolution 2019-01 by a unanimous vote.

D. Resolution 2019-02

The Board considered Resolution 2019-02, adopting a budget for FYE 4/30/2020. Following discussion, Director Burke moved to adopt Resolution 2019-02. Director Whittaker seconded the motion, and the Directors adopted Resolution 2019-02 by a unanimous vote.

E. Resolution 2019-03

The Board considered Resolution 2019-03, approving the execution of that certain Site Agreement between the District, KC Hotel Property Owner, LLC, and Sprint Spectrum L.P. Following discussion, Director Burke moved to adopt Resolution 2019-03. Director Whittaker seconded the motion, and the Directors adopted Resolution 2019-03 by a unanimous vote.

F. Resolution 2019-04

The Board considered Resolution 2019-04, approving the filing of certain annual reports. Following discussion, Director Burke moved to adopt Resolution 2019-04. Director Whittaker seconded the motion, and the Directors adopted Resolution 2019-04 by a unanimous vote.

G. Adjournment

The meeting was adjourned.

Thomas F. Whittaker, Secretary

THE KANSAS CITY CONVENTION CENTER HEADQUARTERS HOTEL
COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2020-2

APPROVING BUDGET FOR THE FISCAL YEAR ENDING APRIL 30, 2021

WHEREAS, the Kansas City Convention Center Headquarters Hotel Community Improvement District (the "**District**") is required to adopt an annual budget for the operation of the District;

WHEREAS, the District has prepared a proposed annual budget that has been reviewed by the Board; and

WHEREAS, the District desires to adopt the proposed annual budget for the operation of the District with respect to the District's fiscal year ending April 30, 2021.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Kansas City Convention Center Headquarters Hotel Community Improvement District, as follows:

1. The District hereby adopts as its annual Budget with respect to the District's fiscal year ending April 30, 2021, the Budget attached hereto as **Exhibit A**.
2. The Chairman or legal counsel of the District is directed to provide to the City Clerk of Kansas City, Missouri a copy of the District's Budget with respect to the District's fiscal year ending April 30, 2021.
3. This Resolution shall take effect immediately.

PASSED by the Board of Directors of Kansas City Convention Center Headquarters Hotel Community Improvement District on September 4, 2020.


Michael Burke, Chair

EXHIBIT A

FYE 4/30/2021 Budget [See Attached]

KANSAS CITY CONVENTION CENTER HEADQUARTERS HOTEL CID

FYE 4/30/2021 PROPOSED BUDGET

BUDGET MESSAGE:

The Kansas City Convention Center Headquarters Hotel Community Improvement District was formed as a political subdivision of the State of Missouri on July 23, 2015. The purpose of the District is to provide funding for the construction of certain public and private improvements and the provision of certain services within the District's boundaries. The life of the District is for an initial term of fifty (50) years following the effective date of the Ordinance establishing the District, after which, the District shall be automatically continued for successive ten (10) year terms in perpetuity.

	<u>FYE 4/30/2021*</u> (proposed)	<u>FYE 4/30/2020*</u> (as amended)	<u>FYE 4/30/2019</u> (actual)
FUNDS AVAILABLE:			
- Cash on Hand (Beginning of Fiscal Year)	\$ -	\$ -	\$ -
ESTIMATED REVENUE:			
- CID Sales and Use Tax (1% tax - effective dated 4/1/2020)**	\$ 103,436.98	\$ -	\$ -
- CID Special Assessments (1st assessment will be levied on December 2021 tax bills)	\$ -	\$ -	\$ -
- Developer Advances	\$ -	\$ -	\$ -
TOTAL ESTIMATED FUNDS AVAILABLE & REVENUE:	<u>\$ 103,436.98</u>	<u>\$ -</u>	<u>\$ -</u>
ESTIMATED EXPENDITURES:			
- Payment of TIF Eats to TIF Special Allocation Fund (50% of CID Sales Tax Revenue)	\$ 51,718.49	\$ -	\$ -
- CID Annual Administrative Costs^	\$ 30,000.00	\$ -	\$ -
- Series 2018 A Bond Payment (CID Special Assessment Bond)	\$ -	\$ -	\$ -
- Repayment of Developer Advances (principal and interest)^	\$ 21,718.49	\$ -	\$ -
TOTAL ESTIMATED EXPENDITURES:	<u>\$ 103,436.98</u>	<u>\$ -</u>	<u>\$ -</u>
FUNDS AVAILABLE:			
- Cash on Hand End of Fiscal Year	\$ -	\$ -	\$ -

* Estimated values.

** During FYE 4/30/2021: (i) the CID bank account was opened in August 2020; (ii) Use Tax revenues totaling \$7,436.98 for prior fiscal years were deposited into the CID bank account; and (iii) the District anticipates the Sales and Use tax revenues for this fiscal year to total approximately \$96,000.

^ Annual CID Administrative Costs shall not exceed more than \$30,000 per year pursuant to the Reimbursement Agreement entered into between the District and the Developer dated 1/18/2018.

^^ Repayment of Developer's Advances, including interest, is governed by the Reimbursement Agreement entered into between the District and the Developer dated 1/18/2018.

**THE KANSAS CITY CONVENTION CENTER HEADQUARTERS HOTEL
COMMUNITY IMPROVEMENT DISTRICT**

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2020-3

**AUTHORIZE PREPARATION AND SUBMITTAL OF
AN ANNUAL REPORT FOR FYE 4/30/2020 TO THE CITY CLERK
AND DEPARTMENT OF ECONOMIC DEVELOPMENT**

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

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE KANSAS CITY CONVENTION CENTER HEADQUARTERS HOTEL COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

1. The District hereby directs its legal counsel, Polsinelli PC, to prepare and provide a copy of the FYE 4/30/2020 Annual Report to the Executive Director and Treasurer of the District at its earliest opportunity.
2. To the extent that changes to the Annual Report may be required, the District authorizes the Executive Director and Treasurer to review and approve such changes on behalf of the District
3. If Polsinelli PC does not receive any comments from any of the above-referenced parties within the earlier of 15 days after the report is delivered or the statutory due date for such report, the report shall be deemed approved and the District authorizes Polsinelli PC to submit such report to the City Clerk and Missouri Department of Economic Development on its behalf.
4. This Resolution shall take effect immediately.

PASSED by the Board of Directors of Kansas City Convention Center Headquarters Hotel Community Improvement District on September 4, 2020.


Michael Burke, Chair

**THE KANSAS CITY CONVENTION CENTER HEADQUARTERS HOTEL
COMMUNITY IMPROVEMENT DISTRICT**

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2020-4

**AUTHORIZE PREPARATION AND SUBMITTAL OF AN
ANNUAL REPORT FOR FYE 4/30/2020 TO THE MISSOURI STATE AUDITOR**

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

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE KANSAS CITY CONVENTION CENTER HEADQUARTERS HOTEL COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

1. The District hereby directs Mark Lynn, Regional Director of Finance for Loews Hotels & Co. to prepare and provide a copy of the FYE 4/30/2020 Financial Report to the Executive Director, Treasurer and District's legal counsel, Polsinelli PC, at its earliest opportunity.
2. To the extent that changes to the attached financial statement may be required, the District authorizes the Executive Director and Treasurer to review and approve such changes on behalf of the District.
3. If Mark Lynn does not receive any comments from any of the above-referenced parties within the earlier of 15 days after the report is delivered or the statutory due date for such report, the report shall be deemed approved and the District authorizes Polsinelli PC to submit such report to the Missouri State Auditor's Office on its behalf.
4. This Resolution shall take effect immediately.

PASSED by the Board of Directors of Kansas City Convention Center Headquarters Hotel Community Improvement District on September 4, 2020.


Michael Burke, Chair

THE KANSAS CITY CONVENTION CENTER HEADQUARTERS HOTEL
COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2020-5

NOMINATION OF SUCCESSOR DIRECTORS


WHEREAS, by Ordinance No. 150597, adopted and approved on July 23, 2015 (the "Approving Ordinance"), the City Council approved a certain Petition for Creation of the Kansas City Convention Center Headquarters Hotel Community Improvement District (the "Petition") and established the Kansas City Convention Center Headquarters Hotel Community Improvement District (the "District") as a political subdivision of the State of Missouri, pursuant to the Community Improvement District Act, sections 67.1401 through 67.1571, inclusive, of the Revised Statutes of Missouri, as amended (the "CID Act"); and

WHEREAS, the CID Act and Petition provide for the Mayor to appoint Successor Director of the CID, with the consent of the City Council.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE KANSAS CITY CONVENTION CENTER HEADQUARTERS HOTEL COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

1. The Board hereby directs its legal counsel to submit to the governing body of the City of Kansas City, Missouri a copy of this resolution nominating Joel Smith, Russ Edwards, Mark Ching, Thomas Turner and Lance Tryon to serve as Successor Directors and each serving a term of four (4) years.
2. Notwithstanding anything in the District's Bylaws to the contrary, Michael Burke, Robert Payne, Thomas Whittaker, John Burke, and Robert Langenkamp shall continue to serve as Directors of the District with all powers vested therein until the City of Kansas City, Missouri adopts the successor slate.
3. Upon the approval of the successor slate by the Mayor and City Council, each Successor Director shall execute an oath of office and deliver such oath to the District's legal counsel to maintain with the records of the District.

PASSED by the Board of Directors of Kansas City Convention Center Headquarters Hotel Community Improvement District on September 4, 2020.


Michael Burke, Chair

**THE KANSAS CITY CONVENTION CENTER HEADQUARTERS HOTEL
COMMUNITY IMPROVEMENT DISTRICT**

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2020-6

APPOINT OFFICERS OF THE DISTRICT

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

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

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

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE KANSAS CITY CONVENTION CENTER HEADQUARTERS HOTEL COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

1. Mike Burke is appointed to serve as Chairman, Secretary and Treasurer of the District until such time that the Mayor and City Council adopts the slate of successor directors reflected in Resolution 2020-5.
2. Upon the approval of the Successor Directors by the Mayor and City Council, the Board thereby appoints Joel Smith to replace Mike Burke as Chairman, Secretary and Treasurer of the District.
3. Each officer of the District shall exercise those powers and perform those duties as set forth in the Bylaws of the District.
4. This Resolution shall take effect immediately.

PASSED by the Board of Directors of Kansas City Convention Center Headquarters Hotel Community Improvement District on September 4, 2020.


Michael Burke, Chair

**THE KANSAS CITY CONVENTION CENTER HEADQUARTERS HOTEL
COMMUNITY IMPROVEMENT DISTRICT**

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2020-7


RATIFY PAST ACTIONS

WHEREAS, the Board of Directors of the Kansas City Convention Center Headquarters Hotel Community Improvement District (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 KANSAS CITY CONVENTION CENTER HEADQUARTERS HOTEL COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

- I. All lawful actions taken by or on behalf of the District as of the date of this resolution are hereby ratified, acknowledged, and accepted.

PASSED by the Board of Directors of Kansas City Convention Center Headquarters Hotel Community Improvement District on September 4, 2020.


Michael Burke, Chair