

ANNUAL REPORT FOR
THE UPTOWN COMMUNITY IMPROVEMENT DISTRICT (“CID”)

SECTION I

Date: August 19, 2020

CID Contact Information: Larry Sells lsells@uptowntheater.com

Political Subdivision or Not for Profit: Political Subdivision

Date of and Ordinance No: October 27, 2016 Ordinance No. 160806

SECTION II

PURPOSES OF CID AND SERVICES PERFORMED DURING FISCAL YEAR:

The purposes of the District are to: (a) provide or cause to be provided for the benefit of the District, certain services (“the Eligible Services”) described in Paragraph B of this Article; (b) issue obligations (“Bonds”) to finance the costs of the Eligible Services, other costs incurred by the District to carry out its purposes, and costs of issuance, capitalized interest and a debt service reserve fund related to the issuance of the Bonds and to provide additional revenue to service outstanding revenue bonds benefitting property within the District, which is intended to include contributions towards debt service on existing revenue bonds benefitting prior redevelopment within the District; and (c) authorize and collect a sales tax.

The District’s purposes shall be implemented according to the provisions of Section 67.1461 (“Powers of the District”) of the Act. The District will serve as an economic development tool that allows landowners in the District to: (a) coordinate efforts to improve the District and meet the District purposes; (b) plan Eligible Services and/or any other public improvements which are deemed by the District to be necessary and desirable to the economic viability of the District; (c) implement the Eligible Services and any other public improvements; (d) share the costs incurred by the District through sales taxes, fees, rents and other charges which are imposed and collected in accordance with this Petition and the Act; and (e) support the financing of other economic development undertakings within the boundaries of the District.

The Eligible Services shall generally include, but are not necessarily limited to: (a) preparation and implementation of a Master Plan for the District including the implementation of a comprehensive Image and Marketing Plan; (d) employing and/or contracting for personnel and services necessary to carry out the purposes of the District, including improved safety and assistance to patrons within the District; (c) providing maintenance of public areas within the District; (d) providing site improvement and transportation related improvements within the District; and (e) advocating and providing assistance to attract further investment within the District.

SECTION III

BOARD MEMBERS AS OF DATE OF MOST RECENT ANNUAL MEETING:

Larry Sells

Matt Hoefer

Fred Cannon

Mark McHugh

Jason Swords

SECTION IV

REVENUE AND EXPENSES – MAY 1, 2019 – APRIL 30, 2020

INCOME:		
a) Beginning Balance		\$9,219.74
b) Sales & Use Tax		\$74,368.17
c)		
TOTAL INCOME		\$83,587.91
EXPENSES:		
I. Administrative:		
a) Legal Fees & Insurance	\$5,322.00	
b) Bank Fees	\$ 60.00	
c)		
SUB-TOTAL	\$5,382.00	
II. Services:		
a) Security	\$8,492.46	
b) Security Lighting	\$41,971.66	
c)	\$0.00	
SUB-TOTAL	\$50,464.12	
III. Capital Improvements		
a) Developer Costs	\$20,963.29	
b)		
c)		
SUB-TOTAL	\$20,963.29	
IV. Other		
a)	\$0.00	
b)		
c)		
SUB-TOTAL	\$0.00	
EXPENSE TOTAL:		
I. Administrative	\$5,382.00	
II. Services	\$50,464.12	
III. Capital Improvements	\$20,963.29	
IV. Other	\$0.00	
TOTAL EXPENSES	\$76,809.41	
TOTAL INCOME		\$83,587.91
LESS TOTAL EXPENSES		\$76,809.41
BALANCE		\$ 6,778.50

SECTION V

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

RESOLUTION NUMBER	RESOLUTION TITLE
2019-04	Resolution Election of an Interim Officer
2019-05	Resolution Ratifying the Execution of the Assignment of Master Financing Agreement
2020-01	Resolution Appointing an Interim Director
2020-02	Resolution Appointing Officers
2020-03	Resolution Approving the Budget for FY 2019-2020

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) 513-3360
Fax: (816) 513-3353
Email: Marilyn.Sanders@kcmo.org

RESOLUTION NO. 2019-04

THE UPTOWN COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS (THE "BOARD") OF THE
UPTOWN COMMUNITY IMPROVEMENT DISTRICT (THE "DISTRICT")
APPOINTING AN INTERIM OFFICER

WHEREAS, the District, which was formed by Ordinance Number 160806 adopted by the City Council of the City of Kansas City, Missouri, is a public body created under the authority of the "Missouri Community Improvement District Act," Section 67.1401, *et seq.*, RSMo, as may be amended (the "Act"); and is transacting business and exercising powers granted by the Act;

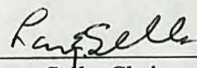
WHEREAS, the bylaws of the District (the "Bylaws") authorize the Board to fill a vacancy in any office for the unexpired portion of the term of such officer;

WHEREAS, Randy Glauser has resigned from his officer position as Treasurer and the Board desires to appoint an interim Treasurer to serve Randy Glauser's remaining term;

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

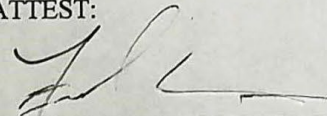
1. Jason Swords is hereby appointed Treasurer of the District for the remainder of Randy Glauser's term;
2. The District's legal counsel is authorized to take all actions necessary to carry out this Resolution.
3. This resolution shall take effect immediately.

Adopted this 20th day of August, 2019.



Larry Sells, Chairman

ATTEST:



Fred Cannon, Secretary

THE UPTOWN COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS (THE "BOARD") OF THE
UPTOWN COMMUNITY IMPROVEMENT DISTRICT (THE "DISTRICT")
RATIFYING EXECUTION OF THE ASSIGNMENT OF MASTER FINANCING
AGREEMENT (THE "AGREEMENT")

WHEREAS, the District, which was formed by Ordinance Number 160806 adopted by the City Council of the City of Kansas City, Missouri, is a public body created under the authority of the "Missouri Community Improvement District Act," Section 67.1401, *et seq.*, RSMo, as may be amended (the "Act"); and is transacting business and exercising powers granted by the Act;

WHEREAS, on September 13, 2018, at a special meeting of the Board of Directors (the "Board"), the Board authorized the Chairman to execute that certain Master Financing Agreement between the District, the City of Kansas City, Missouri, the Land Clearance for Redevelopment, UGA, L.L.C., and Uptown Development, LLC (the "Agreement");

WHEREAS, Section 8.09 of the Agreement provides that no party may assign the Agreement or the rights or obligations hereunder without the express written consent of the other parties thereto;

WHEREAS, Uptown Development, LLC desires to assign its right, title and interest in and to the Agreement, as it relates to Phase I of the Project (as defined in the Assignment), to KC Uptown Lofts, LP;

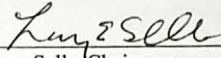
WHEREAS, on _____, 2019 the Chairman executed that certain Assignment of Master Financing Agreement (the "Assignment") attached hereto as Exhibit A;

WHEREAS, the Board desires to ratify, acknowledge and accept all lawful actions taken by or on behalf of the District in connection with the approval and execution of the Assignment;

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


1. The Board hereby acknowledges approval of the Assignment.
2. That all lawful actions taken by the District or on behalf of the District, in connection with approval and execution of the Assignment, are hereby ratified, acknowledged and accepted.
3. The District's legal counsel is authorized to take all actions necessary to carry out this resolution.
4. This resolution shall take effect immediately.

Adopted this 20th day of August, 2019.



Larry Sells, Chairman

ATTEST:



Fred Cannon, Secretary

4846-2253-7633.2

RESOLUTION NO: 2020-01

THE UPTOWN COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS (THE "BOARD") OF THE
UPTOWN COMMUNITY IMPROVEMENT DISTRICT (THE "DISTRICT")
APPOINTING AN INTERIM DIRECTOR

WHEREAS, the District, which was formed by Ordinance Number 160669 adopted by the City Council of the City of Kansas City, Missouri, is a public body created under the authority of the "Missouri Community Improvement District Act," Sections 67.1401, *et seq.*, RSMo, as amended (the "Act"); and is transacting business and exercising the powers granted by the Act; and

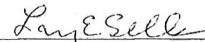
WHEREAS, the Petition authorizes the Board of Directors of the District (the "Board") to select qualified individuals to serve as an Interim Director in accordance with the qualifications set forth in the Petition; and

WHEREAS, the Board wishes to fill the vacancy left by Greg Patterson and appoint Mark McHugh as Interim Director.

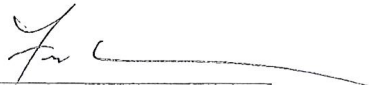
NOW THEREFORE, BE IT RESOLVED, by the Board of Directors of the Uptown Community Improvement District, as follows:

1. The Board shall appoint Mark McHugh to serve as Interim Director for the remainder of Greg Patterson's term.
2. The District's Legal Counsel is authorized to take all actions necessary to carry out this Resolution;
3. This Resolution shall take effect immediately.

Adopted this 25th day of February, 2020.


Larry Sells, Chairman

ATTEST:


Fred Cannon, Secretary

4819-1811-7813.1

RESOLUTION NO. 2020-02

THE UPTOWN COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS (THE "BOARD") OF THE
UPTOWN COMMUNITY IMPROVEMENT DISTRICT (THE "DISTRICT")
APPOINTING OFFICERS FOR THE FISCAL YEAR 2021

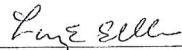
WHEREAS, the District, which was formed by Ordinance Number 160806 adopted by the City Council of the City of Kansas City, Missouri, is a public body created under the authority of the "Missouri Community Improvement District Act," Section 67.1401, *et seq.*, RSMo, as may be amended (the "Act"); and is transacting business and exercising powers granted by the Act;

WHEREAS, the Board desires to appoint a Chairman, Vice Chairman, Secretary, Treasurer and District Manager in accordance with the District's bylaws.

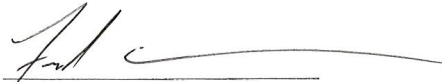
NOW, THEREFORE, BE IT RESOLVED by the Board of the District as follows:

1. Larry Sells is appointed Chairman of the District.
2. Matt Hoefer is appointed Vice Chairman of the District.
3. Fred Cannon is appointed Secretary of the District.
4. Jason Swords is appointed Treasurer of the District.
5. Larry Sells is appointed District Manager of the District.
6. This resolution shall take effect immediately.

Adopted this 25th day of February, 2020


Larry Sells, Chairman

ATTEST:


Fred Cannon, Secretary

RESOLUTION NO. 2020-03

THE UPTOWN COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS (THE "BOARD") OF THE UPTOWN
COMMUNITY IMPROVEMENT DISTRICT (THE "DISTRICT") APPROVING THE
BUDGET FOR FISCAL YEAR 2021

WHEREAS, the District, which was formed by Ordinance Number 160806 adopted by the City Council of the City of Kansas City, Missouri, is a public body created under the authority of the "Missouri Community Improvement District Act," Section 67.1401, *et seq.*, RSMo, as may be amended (the "Act"); and is transacting business and exercising powers granted by the Act;

WHEREAS, the Board of Directors (the "Board") desires to approve the District budget for fiscal year 2021, in substantially the form attached hereto as Exhibit A.

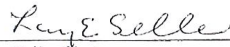
NOW, THEREFORE, BE IT RESOLVED by the Board as follows:

Section 1. The Board approves the proposed budget for fiscal year 2021.

Section 2. The Chairman is authorized and directed to take all further action necessary to carry out the purposes and intent of this Resolution.


Section 3. This Resolution shall take effect immediately.

Adopted this 25th day of February, 2020.



Larry Sells, Chairman

ATTEST:



Fred Cannon, Secretary

