

240542

**ROUSE FRETS WHITE GOSS
GENTILE RHODES, P.C.**

PATRICIA R. JENSEN
pjensen@rousepc.com
816.502.4723

June 20, 2024

VIA E-MAIL AND HAND DELIVERY
Marilyn.sanders@kcmo.org

Ms. Marilyn Sanders
City Clerk
25th Floor, City Hall
414 E. 12th Street
Kansas City, MO 64105

Re: Submittal of Petition to Form Tiffany Square Community Improvement District

Dear Marilyn:

Enclosed is the Petition to the City of Kansas City, Missouri for the Creation of the Tiffany Square Community Improvement District ("District"). The Petition has been signed by 100% of the property owners owning property within the proposed District as well as representing 100% of the assessed value of property within the District.

We have been working with Abby Judah in preparation of this Petition. We have also been working with Councilpersons Kevin O'Neill and Nathan Willett on an expedited schedule for approval of these Petition and creation of the District. We are willing to prepare whatever documents you need us to prepare in order to meet this schedule. Your published notices need to be published the week of July 29, 2024, and August 5, 2024, and the mailed notices need to be mailed **no later than July 29, 2024**, for a public hearing before the Neighborhood, Planning and Development Committee on Tuesday, August 13, 2024.

Councilperson O'Neill has agreed to introduce the ordinance on Thursday, July 25, 2024. We will provide Councilperson O'Neill with a draft of the ordinance for introduction.

In addition, Section 74-303, Code of Ordinances, requests a summary that addresses the criteria listed in Section 74-303(a), this summary is as follows:

- a. Alignment with city goals expressed in the city's comprehensive plan, area plans, and economic development policies.**

The District would encompass a mixed-use project, which is consistent with the proposed land use under the KCI Area Plan. In accordance with the City's goals in the comprehensive plan and area plan and its economic development policies, the District would allow for the funding of public improvements for a robust mixed use development that appeals to a diverse

{34380 / 72129; 1023299.2 }

customer base. The location of this mixed use development is on the property formerly owned by Sam's Club which has been vacant and undeveloped for many years. Development of this property into a mixed-use development would be an asset to the area and the City.

The mixed use development would include residents and businesses, such as a convenience store, gym, retail and commercial stores, restaurants, and market rate apartments, thus attracting customers and residents of all ages. These businesses will fill a void that currently exists in the area, meeting the needs of many who live and work in the surrounding neighborhoods.

The District would allow for funding of public improvements to foster future accessibility to these businesses and residences and promote health and safety for future customers and residents. These public improvements include mass grading and mobilization; street paving, sidewalk and curb; street lighting and traffic control; storm sewers; waterlines; sanitary sewers and pedestrian amenities.

b. Benefits to the community with preference for petitions that allocate at least ten percent of the CID's total projected sales tax revenues toward community benefits and services, including blight remediation.

While the District does not include blight remediation, the estimated revenue of the District to be used for public benefits is approximately \$6,611,425 over twenty-seven (27) years. These public benefits include the installation and construction of public improvements within the District, including landscaping, streetscaping, enhanced lighting and sidewalk improvements, and the provision of mowing, maintenance and security services within the District.

c. Whether there are any existing CIDs within the boundaries of the proposed CID and if such existing CIDs support the establishment of the proposed CID as evidenced by a letter or similar evidence of support.

There are no other existing CIDs within the boundaries of the proposed District.

d. The current tax rate and a breakdown of taxes being imposed within the proposed CID boundaries, how the proposed overall tax rate compares to neighboring cities in Missouri, and any impact on the city's ability to impose additional taxes.

The following table summarizes the current and proposed sales tax rates on taxable sales located within the boundaries of the proposed Tiffany Square CID. The proposed Tiffany Square CID is west of the existing Tiffany Square East CID and northwest of the existing Zona Rosa CID and I-29/Barry Road/M-152/North Congress TDD. The Tiffany Square East CID imposes a 1% CID sales tax. The Zona Rosa CID imposes a \$1.89 per square foot land area special assessment and the TDD imposes a 1% sales tax. The proposed 1% sales tax imposed by the Tiffany Square CID will bring the overall combined sales tax rate for the new

shopping center in line with comparable sales taxes imposed on neighboring retail shopping centers.

State of Missouri	4.25%
Platte County	1.25%
Kansas City	3.25%
Proposed CID	1.0%
Total	9.7250%

e. Whether a shorter term is desirable based upon the nature of improvements and services and the projected budget.

A 27-year term is appropriate for the extensive public improvements and services within the District that are anticipated with the development of a brand-new commercial area on vacant land.

We look forward to the process and hearing for the formation of the Tiffany Square Community Improvement District. If you have any questions, please let me know. Thank you.

Sincerely,

Patricia R. Jensen

PRJ:hkm

- cc: Councilman Kevin O'Neill (via e-mail Kevin.ONeill@kcmo.org)
Councilman Nathan Willett (via e-mail nathan.willett@kcmo.org)
Abbey Brinkley (via e-mail Abbey.Brinkley@kcmo.org)
Eluard Alegre (via e-mail Eluard.Alegre@kcmo.org)
Haythem Dawlett (via e-mail h.dawlett@longhornopportunityfund.com)
Grant Dawlett (via e-mail g.dawlett@longhornopportunityfund.com)
Garry Hayes (via e-mail garry@mdmgt.com)
Matt Kist (via e-mail matt.kist@kimley-horn.com)
Chris Mattix (via e-mail cmattix@rousepc.com)

**TIFFANY SQUARE
COMMUNITY IMPROVEMENT DISTRICT**

**PETITION TO THE
CITY OF KANSAS CITY, MISSOURI
FOR THE CREATION OF THE**

**TIFFANY SQUARE
COMMUNITY IMPROVEMENT DISTRICT**

Submitted June 19, 2024

**PETITION FOR THE CREATION OF THE
TIFFANY SQUARE COMMUNITY IMPROVEMENT DISTRICT**

To the City Council (“City Council”) of the City of Kansas City, Missouri (“City”):

The undersigned (“Petitioner”), (1) being the owners of record owning more than fifty percent (50%) by assessed value of the real property within the boundaries of the hereinafter described proposed community improvement district (the “District”), and (2) comprising more than fifty (50%) per capita of all owners of real property within the boundaries of the District, do hereby petition and request that the City Council create such District to fund all or part of the costs of services and improvements described herein and provided and made within the District under the authority of Sections 67.1401 to 67.1571, R.S.Mo., as amended (the “Act”).

1. Boundaries, Legal Description, and Map of District

The legal description of the District is attached hereto as Exhibit A. A map of the boundaries of the District is attached hereto as Exhibit B, confirming that the District is contiguous. The District is located entirely within the corporate boundaries of the City. A summary of the parcels within the District owned by each Petitioner is attached hereto as Exhibit C.

2. Name of District

The name of the District is Tiffany Square Community Improvement District.

3. Signatures May Not Be Withdrawn

Notice has been provided to all Petition signers that their signatures may not be withdrawn later than seven (7) days after the filing of this Petition with the City Clerk. This notice is included on each signature page attached to this Petition.

4. Five-Year Plan

A five-year plan stating a description of the purposes of the District, the services it will provide, the improvements it will make and an estimate of costs of these services and improvements to be incurred, as required by the Act, is attached hereto as Exhibit D.

5. District Type

The District will be established as a political subdivision of the State of Missouri in accordance with the Act.

6. District Governance, Number of Directors

The District will be governed by a board of directors (“Board”). The Board will consist of five (5) members (“Director”) who shall be elected by the District, except that one

(1) Director shall be appointed by the City Council, in accordance with the Act and this Petition.

7. Board of Directors

a. Independent Director. There are no registered voters in the District on the date the Petition is filed. Accordingly, as required by Section 67.1451.2(3), R.S.Mo., as amended, at least one Director shall, during his or her entire term, be a person who:

- (1) Resides within Kansas City, Missouri;
- (2) Is qualified and registered to vote under Chapter 115, R.S.Mo., according to the records of the applicable election authority as of the thirtieth day prior to the date of the applicable election;
- (3) Has no financial interest in any real property or business operating within the District; and
- (4) Is not a relative within the second degree of consanguinity or affinity to an owner of real property or a business operating within the District.

b. Initial Directors. Pursuant to Section 67.1451.6, R.S.Mo., as amended, the initial Board of Directors and their respective terms shall be:

Andrew Danner	2 years (Independent Director)
Mike Kelleem	4 years
Garry Hayes	4 years
Ben Nelson	2 years
Matthew Danner	2 years

c. Successor Directors. Successor Directors shall be elected by the District for four-year terms, except that the Independent Director shall be appointed by the City Council, in accordance with the Act and this Petition. Pursuant to Mo. Const. Art. 7, § 8, each of the above initial board members are citizens of the United States and have resided in the State of Missouri for at least one year preceding the submittal date of this Petition.

8. Total Assessed Value

The total estimated assessed value of all real property located within the District, as reported by the Platte County Assessor's Office, is \$1,468,783.00. As depicted on Exhibit C, Petitioners own real property within the District currently assessed at \$1,468,783.00 representing approximately 100% of the assessed value of all of the real property within the District.

9. Determination of Blight

Petitioner is not seeking a determination of blight.

10. Proposed Length of Time

The life of the District shall begin from the effective date of the ordinance establishing the District and shall be in existence for twenty-seven (27) years to repay debt issued to fund capital improvements, unless the City extends the term of the District as provided by Section 67.1481, R.S.Mo. The District may be terminated prior to the expiration of its full term in accordance with the provisions of the Act and other applicable law, including Article VII of Chapter 74 of the City's Code of Ordinances, as amended from time to time (the "City CID Ordinance").

11. Right of Property Owners to Terminate

Property owners are hereby notified of their right to initiate a petition to terminate the District as provided by Section 67.1481, R.S.Mo.

12. Estimated Public Benefit from District Revenue

As required by Section 74.302(a)(3) of the City CID Ordinance, the estimated revenue of the District to be used for benefits to the public is approximately \$6,611,425 over twenty-seven (27) years. The public benefit to be derived is the installation and construction of public improvements/other improvements within the District as permitted by Section 67.11461, RSMo, including but not limited to public utilities, utility pole relocation, landscaping, streetscaping, pedestrian improvements, parking improvements, pedestrian amenities, enhanced lighting and sidewalk improvements, paving, curbs. contribution to the City's traffic signals, and the provision of mowing, maintenance and security services within the District.

13. Proposed Method of Financing District Projects - Sales Tax

The proposed District Projects will be financed through a conventional secured loan, and/or reimbursement agreement or bonds issued by the District or other authorized body, any of which will be secured by the pledge of revenue received from the imposition of a one percent District sales tax within the District ("CID Sales Tax").

14. Maximum Rates of Business Licenses and Real Property Taxes

The District will impose no real property tax levy or business license taxes within the District.

15. Method of Assessment and Maximum Rates of Special Assessments

The District will impose no special assessments within the District.

16. Limitations on Borrowing Capacity

Petitioner does not seek limitations on the borrowing capacity of the District.

17. Limitations on Revenue Generation

Petitioner does not seek limitations on the revenue generation of the District.

18. Other Limitations on District Powers

Petitioner does not seek limitations on the powers of the District.

19. Audit

The City Auditor shall have the right to examine or audit the records of the District and shall require that the District make such records available to the City Auditor within ten (10) days after a written request for the same is made.

20. Severability / Exhibits

It is the intention of the Petitioner that the provisions of this Petition shall be enforced to the fullest extent permissible under the laws and public policies of the 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 Petition. Accordingly, if any provision of this Petition shall be deemed invalid or unenforceable in whole or in part, this Petition 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 Petition in order to render the same valid and enforceable. All exhibits attached hereto are hereby incorporated into this Petition by reference.

21. Request for Establishment

By execution and submission of this Petition, the Petitioner respectfully requests that the City Council establish the Tiffany Square Community Improvement District as set forth in this Petition.

[Remainder of page intentionally left blank; signature pages immediately follow]

IN WITNESS WHEREOF, I, the undersigned Petitioner, have executed the above foregoing Petition to create a Community Improvement District:

Name of Owner	LOF Tiffany Springs LLC
Owner's Telephone Number	512-848-2699
Owner's Mailing Address	2500 Bee Caves Road, Bldg 1 Ste. 390 Austin, TX 78746
Name of Signer	Grant Dawlett
Signer's Legal Authority to Sign	Authorized Representative/Signer by LLC
Signer's Telephone Number	Same as above.
Signer's Mailing Address	Same as above.
Type of Entity	Texas Limited Liability Company
Map, Parcel Number and Assessed Value of Each Tract of Property Owned within the District	See following pages

By executing this Petition, the undersigned represents and warrants that he is legally authorized to execute this Petition on behalf of the property owner named immediately above. The undersigned acknowledges that it has been given notice that its signature below may not be withdrawn later than seven (7) days after the filing of this Petition with the City Clerk.

LOF Tiffany Springs, LLC
a Texas Limited Liability Company

By: [Signature]
Name: Grant Dawlett
Its: Authorized Representative/Signer
Date: 6/19/2024

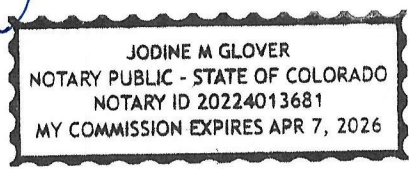
STATE OF COLORADO)
)
) ss.
COUNTY OF MONTROSE)

BE IT REMEMBERED, that on this 19 day of JUNE, 2024, before me, the undersigned, a Notary Public in and for the County and State aforesaid, came Grant Dawlett, authorized representative/signer of LOF Tiffany Springs, LLC, who executed the within instrument on behalf of said limited liability company and he duly acknowledged the execution of the same to be the act and deed of said limited liability company.

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

[Signature]
NOTARY PUBLIC

My Commission Expires: APRIL 7, 2026



LOF Tiffany Springs, LLC

Parcel Numbers and Assessed Values (2023):

Map ID	Parcel ID	Commercial Value	Assessed Value
3	19-3.0-06-000-000-010.000	\$ 578,214.00	\$ 185,028.48
2	19-3.0-06-000-000-009.000	\$ 310,733.00	\$ 99,434.56
1	19-3.0-06-000-000-003.000	\$ 1,818,605.00	\$ 581,953.60
9	19-3.0-06-000-000-016.000	\$ 104,078.00	\$ 33,304.96
8	19-3.0-06-000-000-015.000	\$ 395,583.00	\$ 126,586.56
6	19-3.0-06-000-000-013.000	\$ 367,494.00	\$ 117,598.08
5	19-3.0-06-000-000-012.000	\$ 205,379.00	\$ 65,721.28
4	19-3.0-06-000-000-011.000	\$ 306,578.00	\$ 98,104.96
	Total	\$ 4,086,664.00	\$ 1,307,732.48

MAP: See Exhibit B.

Tiffany Square Inc.

Parcel Numbers and Assessed Values (2023):

Map ID	Parcel ID	Commercial Value	Assessed Value
7	19-3.0-06-000-000-014.000	\$ 503,284.00	\$ 161,050.88
	Total	\$ 503,284.00	\$ 161,050.88

MAP: See Exhibit B.

CLERK'S RECEIPT OF PETITION

This Petition was filed in the office of the City Clerk of the City of Kansas City, Missouri on the 25th day of June, 2024.

[SEAL]



City Clerk

A handwritten signature in blue ink, consisting of several overlapping loops and lines, positioned above a horizontal line.

EXHIBIT A
LEGAL DESCRIPTION OF DISTRICT

Tiffany Square CID

LOTS 1-9, SAM'S CLUB AT TIFFANY SPRINGS MARKET CENTER, A SUBDIVISION IN KANSAS CITY, PLATTE COUNTY, MISSOURI, AND ALL ADJACENT PUBLIC RIGHT OF WAYS.

EXHIBIT B MAP OF DISTRICT

NW OLD TIFFANY SPRINGS ROAD

N AMBASSADOR DRIVE

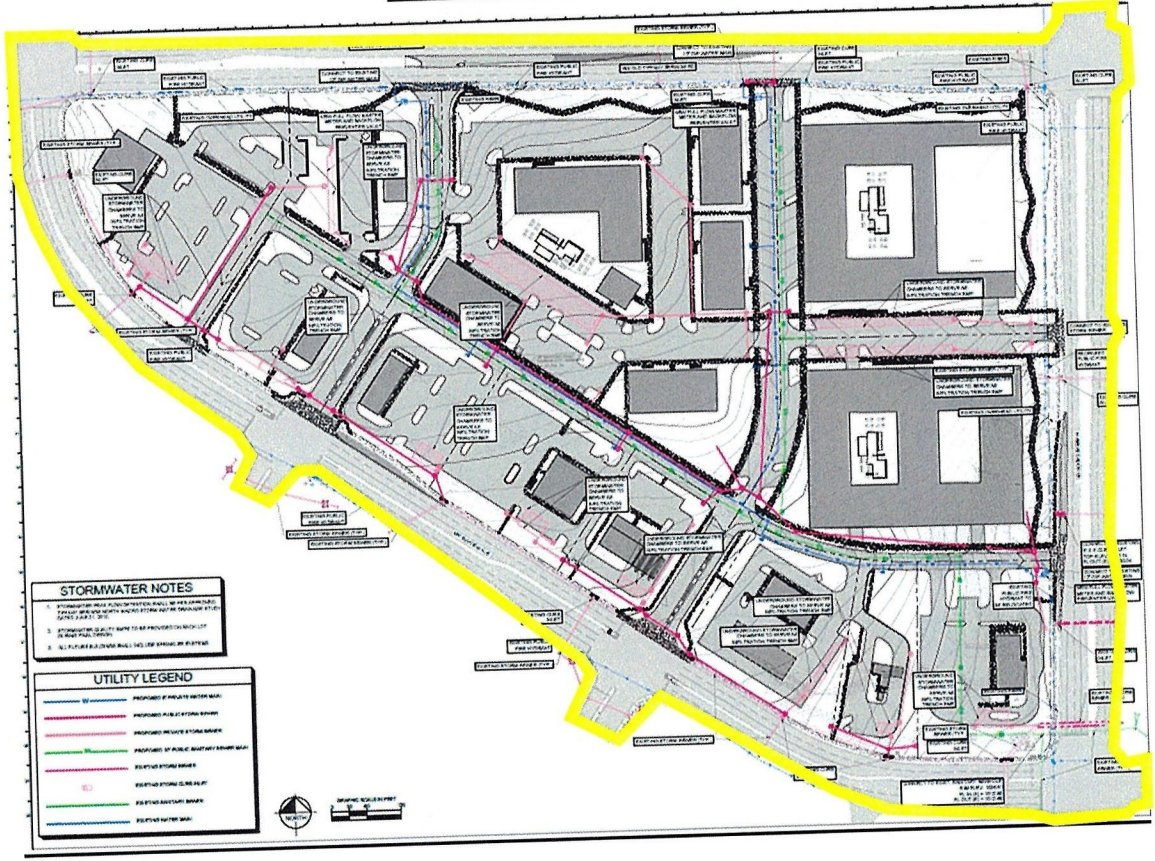


EXHIBIT C
PARCEL NUMBERS AND ASSESSED VALUES OF PROPERTY WITHIN DISTRICT

PETITIONERS' TRACTS:

LOF Tiffany Springs LLC

Parcel Numbers and Assessed Values (2023):

Map ID	Parcel ID	Commercial Value	Assessed Value
3	19-3.0-06-000-000-010.000	\$ 578,214.00	\$ 185,028.48
2	19-3.0-06-000-000-009.000	\$ 310,733.00	\$ 99,434.56
1	19-3.0-06-000-000-003.000	\$ 1,818,605.00	\$ 581,953.60
9	19-3.0-06-000-000-016.000	\$ 104,078.00	\$ 33,304.96
8	19-3.0-06-000-000-015.000	\$ 395,583.00	\$ 126,586.56
6	19-3.0-06-000-000-013.000	\$ 367,494.00	\$ 117,598.08
5	19-3.0-06-000-000-012.000	\$ 205,379.00	\$ 65,721.28
4	19-3.0-06-000-000-011.000	\$ 306,578.00	\$ 98,104.96
	Total	\$ 4,086,664.00	\$ 1,307,732.48

Tiffany Square, Inc.

Parcel Numbers and Assessed Values (2023):

Map ID	Parcel ID	Commercial Value	Assessed Value
7	19-3.0-06-000-000-014.000	\$ 503,284.00	\$ 161,050.88
	Total	\$ 503,284.00	\$ 161,050.88

PETITIONERS' PERCENTAGE OF TOTAL CID ASSESSED VALUE:

Total AV Petitioners' Parcels		\$1,468,783
Total AV CID		\$1,468,783
Percentage of Total AV		100 %

EXHIBIT D

FIVE-YEAR PLAN OF DISTRICT

A. General. The District will be established for the purposes of providing funding for the financing, design, construction, removal, renovation, reconstruction or rehabilitation of certain public improvements or portions thereof, located within the District and related improvements and structures, as authorized pursuant to the Act. Such improvements and renovations are described as those projects eligible for funding or reimbursement from CID revenue as shown in greater detail in the budget described below. The District's purposes also include providing funding for the initial start-up costs and ongoing operating costs of the District.

B. Purposes. The purposes of the District are to:

- (1) Form and govern the District in accordance with the Act and the revised statutes of the State of Missouri;
- (2) Provide or cause to be provided for the benefit of the District, certain improvements and services described herein;
- (3) Obtain financing for the costs, expenditures, and undertakings of the District;
- (4) To levy and collect the CID sales tax in order to provide a source of repayment for CID Obligations issued to finance the District Projects, or to pledge toward the repayment of CID Obligations issued to finance the District Projects; and
- (5) Such other purposes authorized by the Act.

C. District Administrative/Operation Costs. The administrative/operational services to be performed by the District shall include, but not be limited to, the following:

- (1) Adopting bylaws, passing resolutions, and otherwise governing the District in the manner required by the Act and the revised statutes of the State of Missouri;
- (2) Developing funding sources, including the levying of the CID sales tax, necessary in order to pay for the required expenses, costs and expenses of the District in a manner authorized by the Act;
- (3) Providing such accountings, reports and communications as are required by the Act and the Cooperative Agreement;
- (4) Employing or contracting for necessary agents, attorneys, engineers, appraisers, construction managers, environmental inspectors and experts of various types and descriptions in order to obtain competent plans and contracts for the construction (such term to include, inter alia, construction, demolition, removal, renovation, reconstruction or rehabilitation) of District Projects as described in this Petition;
- (5) Arranging for the construction of the District Projects in accordance with approved plans for same; and

- (6) Complying with the terms and conditions of the ordinance of the City authorizing the creation of the District;

The estimated costs for the District's Administrative/Operational Costs are approximately \$10,000 annually.

D. District Services. The District is authorized to provide all of those services authorized by the Act, including maintenance of public improvements and public and private property within the District, and supporting business activity and economic development in the District, including, but not limited to, the promotion of business activity, development and retention, and the recruitment of businesses. As the District does not anticipate initially providing such services, the estimated costs for District Services is \$0.

E. District Projects. The District Projects to be constructed by the District shall include, but not be limited to the following costs necessary for the construction of the following public improvements within the District:

Project Costs

Public Utilities (storm sewer, water)

Storm Sewer	\$462,503
Waterline	\$651,556
Sanitary Sewer	\$470,369

Subtotal \$1,584,428

Street Improvements

Mass Grading and Mobilization	\$638,306
Street Paving, Sidewalk & Curb	\$1,902,536
Street Lighting & Traffic Control	\$709,646
Traffic Signal Contribution to City	\$320,000

Subtotal \$3,570,488

Professional, Permit & Other Fees

Professional Construction Phase Services	\$170,000
Permit Fees	\$99,464
Inspection & Material Testing	\$64,467
Contractor Furnished Bonds	\$40,000
Other Fees	\$384,000

Subtotal \$757,931

Additional Construction Costs

Every Infrastructure & Power Pole Relocation	\$120,000
--	-----------

Subtotal \$120,000

Initial Start-Up Costs	\$40,000
Contingency	\$221,246
Total	\$6,294,093

F. Budget and Sources of Funds. The commencement of the construction of District Projects and commencement of District Services which are anticipated to be financed through conventional secured loans, reimbursement agreement or bonds issued by the district are expected to occur within the first year of the District's existence. It is also anticipated that the District will levy and collect CID Sales Tax within the first year of the District's existence and each year thereafter during the initial 27-year life of the district until such time that all District Projects and District Services are reimbursed.

G. Initial Start Up Costs. The District's purpose includes providing funding for initial start-up costs associated with the formation of the District, including, but not limited to, the drafting, filing and prosecuting of this Petition, the negotiation of any and all agreements between the District and the City, including but not limited to legal fees, insurance and accounting fees which shall be reimbursable project costs. The estimated cost of the initial startup of the District is approximately \$40,000.

SHIP FROM:

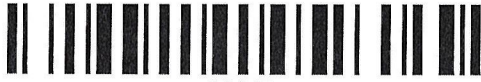
Rouse Frets White Goss Gentile
Rhodes
4510 Belleview Avenue
Suite 300
Kansas City, MO 64111
US

SHIP TO:

City Clerk - City of Kansas City,
Missouri
Marilyn Sanders
414 E. 12th Street
25th Floor
Kansas City, MO 64105
USA

1 hour - local area metro

Tracking #: 38330



38330

Via
Courier

(913) 831-6300
viacourier.com

Description: Please deliver envelope
to Marilyn Sanders, City Clerk.

Receiver Information:

Dimensions: 11L x 8W x 1H
Weight: 0

Quantity: **1**