

ANNUAL REPORT FOR
1111 GRAND COMMUNITY IMPROVEMENT DISTRICT (the “District”)
FOR FISCAL YEAR ENDING APRIL 30, 2022

SECTION I

Date: August 26, 2022

CID Contact Information: c/o Matt Moriarity, Polsinelli PC (Legal Counsel), 900 West 48th Place, Suite 900, Kansas City, Missouri 64112, mmoriarity@polsinelli.com, (816) 753-1000

Political Subdivision or Not for Profit: Political Subdivision

Date of and Ordinance No: Ordinance No. 170442, passed on June 29, 2017

SECTION II

PURPOSE OF THE DISTRICT AND SERVICES PERFORMED DURING FISCAL YEAR:

The purpose of the District is to provide funding for construction of certain improvements within the District boundaries. The improvements initially contemplated include site work, grading, and construction of an expanded hotel tower on the existing surface parking lot, as well as any other improvements (the “Improvements”) or services (the “Services”) permitted by the CID Act. No services were provided during FYE 4/30/2022.

SECTION III

BOARD MEMBERS AS OF DATE OF MOST RECENT ANNUAL MEETING:

Joe DeMarco

Mark McHugh

Jason Swords

Andrew Mungul

Mark Moberly

SECTION IV

See attached, final budget for FYE 4/30/2022

SECTION V

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

Resolution #	Resolution
2022-1	Approve Minutes of 2/25/2021 Board Meeting
2022-2	Appoint Officers of the District
2022-3	Adopt Budget for FYE 4/30/2023 and appropriate funds
2022-4	Authorize Preparation and Submittal of FYE 4/30/2022 Annual Report to City Clerk and DED
2022-5	Authorize Preparation and Submittal of FYE 4/30/2022 Annual Report to State Auditor

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: redevelopment@ded.mo.gov](mailto:redvelopment@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.or](mailto:Marilyn.Sanders@kcmo.or)

1111 GRAND COMMUNITY IMPROVEMENT DISTRICT

FYE 4/30/2022 ACTUAL BUDGET

BUDGET MESSAGE:

The 1111 Grand Community Improvement District was established by the City Council of Kansas City, Missouri on June 29, 2017, by Ordinance No. 170442

The CID Sales Tax Election was held on December 19, 2017 and the collection of the CID sales and use tax commenced on April 1, 2018 and will terminate after 20 years.

		<u>FYE 4/30/2022</u> (actual)
FUNDS AVAILABLE:		
- Cash on Hand (Beginning of Fiscal Year)	\$	9,352.00
ESTIMATED REVENUE:		
- 1% Sales Tax (4/1/2018)		\$58,142
- TOTAL ESTIMATED FUNDS AVAILABLE & REVENUE:	\$	<u>67,494</u>
ESTIMATED EXPENDITURES:		
- Administrative/Operating Costs		
- Repayment of Developer Advances (principal and interest) [^]	\$	38,245
- TOTAL ESTIMATED EXPENDITURES:	\$	<u>38,245</u>
FUNDS AVAILABLE:		
- Cash on Hand End of Fiscal Year	\$	29,248.98
- CARRYOVER - UNREIMBURSED DEVELOPER'S EXPENDITURES	\$	11,261,950.72
- DEVELOPER REIMBURSEMENT	\$	95,000
- REMAINING OBLIGATION TO REIMBURSE DEVELOPER	\$	<u>11,166,951</u>

* Estimated values.

The Board of Directors passed Resolution 2020-7, certifying \$11,452,251.99 in eligible CID Project

[^] Costs advanced by Developer. The Developer will be reimbursed in accordance with the Development Agreement dated 9/20/2017

THE 1111 GRAND COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2022-1

APPROVING THE MINUTES OF THE FEBRUARY 25, 2021
SPECIAL BOARD OF DIRECTORS MEETING

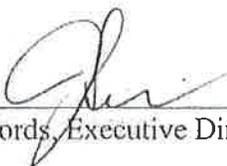
WHEREAS, the Bylaws of the 1111 Grand Community Improvement District (the “**District**”) require the District to keep minutes of Board of Directors meetings;

WHEREAS, the Board of Directors of the District conducted an annual Board of Directors meeting on February 25, 2021; 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 1111 Grand Community Improvement District that the minutes of the Board of Directors meeting held on February 25, 2021 are attached hereto as **Exhibit A** and shall be and are hereby approved in all respects.

PASSED by the Board of Directors of 1111 Grand Community Improvement District on March 11, 2022.



Jason Swords, Executive Director

EXHIBIT A

FEBRUARY 25, 2021 MEETING MINUTES

**THE 1111 GRAND COMMUNITY IMPROVEMENT DISTRICT
MINUTES OF THE FEBRUARY 25, 2021 MEETING**

An annual meeting of the Board of Directors was held on February 25, 2021 at 8:00 a.m., at Polsinelli PC, 900 W. 48th Place, Suite 900, Kansas City, MO 64112, pursuant to notice duly given.

The following members of the Board were present: Michael Hammontree, Jason Swords, and Andrew Mungul (Board Members Mark Moberly and Mark McHugh were absent). Also present was Amy Grant, Paralegal with Polsinelli PC, legal counsel for the District and Paul Coury, Developer Representative and Joe DeMarco, interim director.

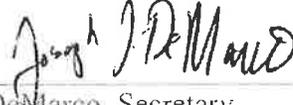
After determining that a majority of the Board Members were present and a quorum was recognized, the meeting was commenced.

The following Resolutions were addressed by the Board as follows:

1. Resolution No. 2021-1, accepting resignation of Director Michael Hammontree and appointing Interim Director, Joe DeMarco. A motion to approve was made by Jason Swords, seconded by Andrew Mungul, and was unanimously approved by the Board.
2. Resolution No. 2021-2, approving minutes of the June 24, 2020 meeting. A motion to approve was made by Jason Swords, seconded by Andrew Mungul, and was unanimously approved by the Board.
3. Resolution No. 2021-3, appoint officers of the District. Jason Swords will serve as Executive Directors/Chairman and Joe DeMarco will serve as Treasurer/Secretary. A motion to approve was made by Michael Hammontree, seconded by Jason Swords, and was approved by the Board.
4. Resolution No. 2021-4, adopt a budget for FYE April 30, 2022. A motion to approve was made by Jason Swords, seconded by Andrew Mungul, and was unanimously approved by the Board.
5. Resolution No. 2021-5, nomination of successor directors. A motion to approve was made by Jason Swords, seconded by Andrew Mungul, and was unanimously approved by the Board.
6. Resolution No. 2021-6, authorize preparation and submittal of FYE 4/30/2021 Annual Report to City Clerk and Department of Economic Development. A motion to approve was made by Jason Swords, seconded by Andrew Mungul, and was unanimously approved by the Board.
7. Resolution No. 2021-7, authorize preparation and submittal of FYE 4/30/2021 Financial Report to State Auditor. A motion to approve was made by Jason Swords, seconded by Andrew Mungul, and was unanimously approved by the Board.

There being no other business, the meeting was adjourned.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Joe DeMarco". The signature is written in a cursive style with a large initial "J".

Joe DeMarco, Secretary

THE 1111 GRAND COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2022-2

APPOINT OFFICERS OF THE DISTRICT

WHEREAS, the Bylaws of the 1111 Grand Community Improvement District (the "District") require the District's Board of Directors to annually appoint a chairman, executive director, secretary, treasurer and such other officers or employees as it deems necessary;

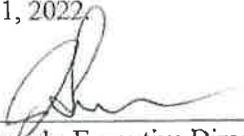
WHEREAS, the Board of Directors of the District desire to appoint a chairman, secretary, treasurer and executive director as the officers of the District in accordance with the Bylaws; and

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

NOW, THEREFORE, BE IT RESOLVED, as follows:

1. Jason Swords as Executive Director/Chairman of the District.
2. Joe DeMarco as Secretary/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 1111 Grand Community Improvement District on March 11, 2022.



Jason Swords, Executive Director

THE 1111 GRAND COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2022-3

APPROVE A BUDGET FOR FYE 4/30/2023 AND APPROPRIATE FUNDS

WHEREAS, the 1111 Grand Community Improvement District (the "District") is required to adopt an annual budget for the operation of the District;

WHEREAS, the District submitted to the City the proposed annual budget for FYE 4/30/2023, which is attached hereto as **Exhibit A**; and

WHEREAS, the Board of Directors desires to approve a budget for FYE 4/30/2023 and appropriate funds for payment of the District's expenses.

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the 1111 Grand Community Improvement District, as follows;

1. The District hereby adopts a Budget for the District's FYE 4/30/2023, which attached hereto as **Exhibit A** and authorizes appropriation of funds in accordance therewith.
2. This Resolution shall take effect immediately.

PASSED by the Board of Directors of 1111 Grand Community Improvement District on March 11, 2022.



Jason Swords, Executive Director

EXHIBIT A
REVISED FYE 4/30/2023 BUDGET

**1111 GRAND
COMMUNITY IMPROVEMENT DISTRICT**

FYE 4/30/2023 BUDGET

BUDGET MESSAGE:

The 1111 Grand Community Improvement District was established by the City Council of Kansas City, Missouri on June 29, 2017, by Ordinance No. 170442

The CID Sales Tax Election was held on December 19, 2017 and the collection of the CID sales and use tax commenced on April 1, 2018 and will terminate after 20 years.

	<u>FYE 4/30/2023*</u> (proposed)	<u>FYE 4/30/2022*</u> (budgeted)	<u>FYE 4/30/2021</u> (actual)
FUNDS AVAILABLE:			
- Cash on Hand (Beginning of Fiscal Year)	24,352.22	9,352.22	15,974.21
ESTIMATED REVENUE:			
- 1% Sales Tax (4/1/2018)	<u>60,000.00</u>	<u>55,000.00</u>	<u>32,778.01</u>
- TOTAL ESTIMATED FUNDS AVAILABLE & REVENUE:	<u>84,352.22</u>	<u>64,352.22</u>	<u>48,752.22</u>
ESTIMATED EXPENDITURES:			
- Administrative/Operating Costs	0.00	0.00	0.00
- Repayment of Developer Advances (principal and interest) [^]	<u>40,000.00</u>	<u>40,000.00</u>	<u>39,400.00</u>
- TOTAL ESTIMATED EXPENDITURES:	<u>40,000.00</u>	<u>40,000.00</u>	<u>39,400.00</u>
FUNDS AVAILABLE:			
- Cash on Hand End of Fiscal Year	44,352.22	24,352.22	9,352.22
- CARRYOVER - UNREIMBURSED DEVELOPER'S EXPENDITURES	11,277,550.72	11,317,550.72	11,366,950.72
- DEVELOPER REIMBURSEMENT	<u>40,000.00</u>	<u>40,000.00</u>	<u>39,400.00</u>
- REMAINING OBLIGATION TO REIMBURSE DEVELOPER	<u>11,237,550.72</u>	<u>11,277,550.72</u>	<u>11,317,550.72</u>

* Estimated values.

[^] The Board of Directors passed Resolution 2020-7, certifying \$11,452,231.99 in Eligible CID Project Costs advanced by Developer. The Developer will be reimbursed in accordance with the Development Agreement dated 9/20/2017.

1111 GRAND COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2022-4

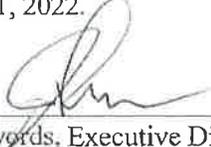
AUTHORIZE PREPARATION AND SUBMITTAL OF
FYE 4/30/2022 ANNUAL REPORT TO CITY CLERK AND DED

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 1111 Grand Community Improvement District, as follows:

1. The District hereby directs its legal counsel, Polsinelli PC, to prepare and provide a copy of the FYE 4/30/2022 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 1111 Grand Community Improvement District on March 11, 2022.



Jason Swords, Executive Director

1111 GRAND COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2022-5

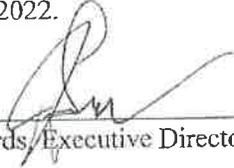
AUTHORIZE PREPARATION AND SUBMITTAL OF
FYE 4/30/2022 ANNUAL REPORT TO STATE AUDITOR

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 1111 Grand Community Improvement District, as follows:

1. The District hereby directs its legal counsel, Polsinelli PC, to prepare and provide a copy of the FYE 4/30/2022 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 State Auditor on its behalf.
4. This Resolution shall take effect immediately.

PASSED by the Board of Directors of 1111 Grand Community Improvement District on March 11, 2022.



Jason Swords, Executive Director