

**Received in the office of the
Lee's Summit City Clerk on
March 5, 2024 at 3:20pm
via email**

**PETITION FOR ESTABLISHMENT OF THE
BAYBERRY CROSSING COMMUNITY IMPROVEMENT DISTRICT
CITY OF LEE'S SUMMIT, MISSOURI**

**PETITION FOR THE CREATION OF THE
BAYBERRY CROSSING COMMUNITY IMPROVEMENT DISTRICT**

To the Mayor and City Council of the City of Lee’s Summit, Missouri:

The undersigned real property owners (collectively, the “Petitioner”), pursuant to RSMo Section 67.1421, being the owners of:

- (1) one hundred percent (100%) by assessed value of the real property; and
- (2) one hundred percent (100%) per capita of all owners of real property

within the boundaries of the hereinafter described proposed community improvement district, does hereby petition and request that the City Council of the City of Lee’s Summit, Missouri create a community improvement district as described herein under the authority of Sections 67.1401 to 67.1571, RSMo (the “CID Act”). In support of this petition, the Petitioner sets forth the following information in compliance with the CID Act:

1. District Name. The name for the proposed community improvement district (“CID” or “District”) is:

Bayberry Crossing Community Improvement District.
2. Legal Description and Map. A legal description and map generally depicting the boundaries of the proposed District are attached hereto as Exhibit A and Exhibit B, respectively. The proposed district consists of 5.2 +/- acres and is located entirely within the City of Lee’s Summit, Missouri.
3. Five-Year Plan. A five-year plan as required by the CID Act is attached hereto as Exhibit C (the “Five Year Plan”).
4. Form of District. The proposed district will be established as a political subdivision of the State of Missouri under the CID Act.
5. Board of Directors.
 - a. Number. The District shall be governed by a Board of Directors (the “Board”) consisting of five (5) members, whom shall be appointed in accordance with this petition.
 - b. Qualifications. Each Member of the Board (“Director”) shall meet the following requirements:
 - (1) be at least 18 years of age;
 - (2) be and must declare to be either an owner of real property within the District (“Owner”) or an authorized representative of an Owner, an owner of a business operating within the District (“Operator”), or a registered voter (“Resident”) residing within the District, as provided in the CID Act;
 - (3) be and have been a resident of the State of Missouri for at least one year immediately preceding the date upon which he or she takes office in accordance with Article VII, Section 8 of the Missouri Constitution; and
 - (4) except for the initial directors named in this Petition, be appointed with consideration to

a slate that is submitted to the Mayor as described in this Petition.

c. Initial Directors. The initial directors (“Initial Directors”) and their respective terms shall be:

- i. Jen Raby - Owner’s Representative, four (4) year term
- ii. Dan Pierce- Owner’s Representative, four (4) year term
- iii. Joe Lodes - Owner’s Representative, two (2) year term
- iv. Alex Apter - Owner’s Representative, two (2) year term
- v. Tiffany Morawiec – City’s Representative, two (2) year term

If there are no registered voters residing in the District on the date this Petition is filed with the City Clerk, at least one Director must be a resident of Lee’s Summit, Missouri that is registered to vote, has no financial interest in any real property or business within the District, and is not related (second degree blood or marriage) to any owner of real estate or any business in the CID.

d. Terms. Initial Directors shall serve for the term set forth above. Each Successor Director shall serve a four (4) year term or until his/her successor is appointed in accordance with this Petition. If, for any reason, a Director is not able to serve his/her term, the remaining Directors shall elect an Interim Director to fill the vacancy of the unexpired term.

Notwithstanding anything to the contrary, any Director’s failure to meet the qualification requirements set forth above, either in a Director’s individual capacity or in a Director’s representative capacity, shall constitute cause for the Board to take appropriate action to remove said Director.

e. Successor Directors. Successor Directors shall be appointed by the Mayor with the consent of the City Council by resolution. The Executive Director of the District may submit a proposed slate of successor directors to the City of Lee’s Summit, Missouri’s City Clerk (the “City Clerk”), which slate may be comprised of any individuals that meet the above-listed criteria in the discretion of the Executive Director. Upon receipt of a slate of Successor Directors, the City Clerk shall promptly deliver the slate to the Mayor for consideration by the City Council. The slate shall serve as a non-binding recommendation of persons to be appointed by the Mayor.

6. Assessed Value. The total assessed value of all real property in the District is \$1,600,000.

7. Blight Remediation and Public Purpose. The District is a blighted area under Section 67.1401.2(3) RSMo. of the CID Act as the District is located within a Land Clearance for Redevelopment Authority urban renewal area.

8. Duration of District. The proposed length of time for the existence of the District is twenty-seven (27) years from the date upon which an ordinance is passed by the City Council establishing the District. The District may be terminated prior to the end of such term in accordance with the provisions of the CID Act and this Petition, and said term shall not be extended unless a new petition is submitted and approved pursuant to the terms of the CID Act.

9. Real Property and Business License Taxes. The District will not have the power to impose a real property tax levy or business license taxes.

10. Special Assessments. The District will not have the power to impose special assessments.
11. Sales Tax. Qualified voters of the District may be asked to approve a sales tax of up to one percent (1%) (“District Sales Tax”), in accordance with the CID Act, to fund certain improvements within the District and/or to pay the costs of services provided by the District. Additional details about the District Sales Tax are set forth in the Five Year Plan attached hereto as Exhibit C.
12. Borrowing Limits. Petitioner does not seek limitations on the borrowing capacity of the District.
13. Revenue Limits. Petitioner does not seek limitations on the revenue generation of the District.
14. Future Five Year Plans. The District shall submit future Five (5) Year Plans meeting the requirements of Section 1421.2(3)(d), RSMo (as amended or replaced from time to time) to the City for comment and review no earlier than 180 days and no later than 90 days prior to the expiration of each then-current Five (5) Year Plan.
15. Authority Limits. Petitioner does not seek limitations on the authority of the District, except as set forth in this Petition. The District will not fund any costs until a cooperative agreement is executed between the District, the City of Lee’s Summit and the developer of record for the project.
16. Right to Terminate. The property owners within the District shall have the right to petition the City Council to terminate the District at any time in accordance with the CID Act.
17. City Council Right to Audit. The City Council shall have the right to audit the books and records of the District at any time upon reasonable request.
18. **Revocation of Signatures. THE PETITIONER ACKNOWLEDGES THAT THE SIGNATURE OF THE SIGNER OF THIS PETITION MAY NOT BE WITHDRAWN FROM THIS PETITION LATER THAN SEVEN (7) DAYS AFTER THE FILING HEREOF WITH THE CITY CLERK.**

WHEREFORE, Petitioner respectfully requests that the City Council establish the requested Bayberry Crossing Community Improvement District in accordance with the information set forth in this Petition and that the Mayor appoint and the City Council consent to the proposed members for the Board of Directors as set forth in this Petition and take all other appropriate and necessary action that is consistent with the CID Act to establish the requested district.

**EXECUTION PAGES FOR PETITION FOR THE CREATION OF THE
BAYBERRY CROSSING COMMUNITY IMPROVEMENT DISTRICT**

Name of owner: BAYBERRY CROSSING BACELINE, LLC

Owner's address: 511 BROADWAY, DENVER, COLORADO 80203

Owner's telephone number: 720-399-7004

IF SIGNER IS DIFFERENT FROM OWNER:

Name of signer: T. Dustin Batsell
 Title: Authorized Representative
 Signer's telephone number: 303-847-4052
 Signer's mailing address: 511 BROADWAY
DENVER, COLORADO 80203

If owner is an individual: _____ Single _____ Married

If owner is not an individual, state what type of entity (Mark Applicable Box):

<input type="checkbox"/>	Corporation	<input type="checkbox"/>	General Partnership
<input type="checkbox"/>	Limited Partnership	<input checked="" type="checkbox"/>	Limited Liability Company
<input type="checkbox"/>	Partnership	<input type="checkbox"/>	Urban Redevelopment Corporation
<input type="checkbox"/>	Not-for-Profit Corporation	<input type="checkbox"/>	Other _____

Map and parcel number(s):

61-510-09-01-01-0-00-000

Total Assessed value: \$1,600,000

By executing this petition, the undersigned represents and warrants that he is authorized to execute this petition on behalf of the property owner named immediately below.

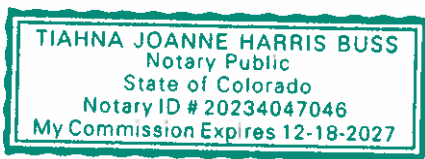
BAYBERRY CROSSING BACELINE, LLC,
a Colorado limited liability company

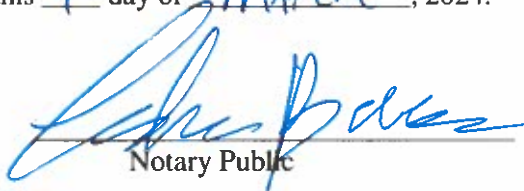
By: 
Name: T. Dustin Batsell
Title: Authorized Representative
Date: March 4, 2024

STATE OF Colorado)
) ss:
COUNTY OF Denver)

On this 4 day of March, 2024, before me appeared T. Dustin Batsell, to me personally known, who, being by me duly sworn did say that he/she is the Authorized representative of BAYBERRY CROSSING BACELINE, LLC, a Colorado limited liability company, and that said instrument was signed on behalf of said limited liability company, and said limited liability company acknowledged said instrument to be the free act and deed of said entity.

WITNESS my hand and official seal this 4 day of March, 2024.




Notary Public

My Commission Expires: 12-18-2027

EXHIBIT A

Legal Description of the Bayberry Crossing Community Improvement District

All that part of BAYBERRY CROSSING, a subdivision in Lee's Summit, Jackson County, Missouri described as follows:

A tract of land being part of Tract "E" and part of Tract "B", BAYBERRY, a subdivision in Lee's Summit, Jackson County, Missouri, more particularly described as follows: Beginning at the Northeast corner of said Tract "E", said point also being on the Southerly Right-of-Way Line of 5th Street Terrace; thence South 0 degrees 37 minutes 58 seconds West, along the East line of Tract "E", 340.00 feet; thence South 70 degrees 18 minutes 45 seconds East 52.84 feet; thence South 0 degrees 37 minutes 58 seconds West, 455.84 feet; thence Due West 288.00 feet to a point on the West line of said Tract "E"; thence North 0 degrees 37 minutes 58 seconds East, along the West line of said Tract "E", 673.18 feet; thence North 16 degrees 38 minutes 21 seconds East, 235.73 feet to a point on the Southerly Right-of-way of 5th Street Terrace, (the following three courses are along said Right-of-Way); thence South 35 degrees 47 minutes 31 seconds East, 35.14 feet to a point of curve, said curve having a radius of 137.23 feet; thence Southeasterly along said curve to the left, a distance of 130.07 feet; thence North 89 degrees 54 minutes 06 seconds East, 40.00 feet of the Point of Beginning, EXCEPT that part in Bayberry Lane.

And less and except the following:

A tract of land, being part of BAYBERRY CROSSING, a subdivision in Lee's Summit, Jackson County, Missouri, more particularly described as follows: Beginning at the Southeast corner of said BAYBERRY CROSSING, said point being on the North right-of-way of Bayberry Lane; thence North 89 degrees 22 minutes 02 seconds West, (this course and the following 3 courses are along said right-of-way) 50.00 feet to a point of curve, said curve having a radius of 1280.24 feet; thence Westerly, along said curve to the left, 132.47 feet to a point of tangency; thence South 84 degrees 42 minutes 15 seconds West, 1.54 feet to a point of curve, said curve having a radius of 747.45 feet; thence Westerly along said curve to the right, 26.51 feet to a point on a curve, said curve having a radius of 173.60 feet; thence Northwesterly, along said curve to the left, with an initial tangent bearing of North 09 degrees 43 minutes 08 seconds West (this and the subsequent 3 courses are along the M-291/Melody Lane right-of-way) 102.86 feet; thence North 43 degrees 40 minutes 12 seconds West, 22.16 feet to a point of curve, said curve having a radius of 98.3 feet; thence Northwesterly, along said curve to the right, 26.59 feet; thence North 0 degrees 37 minutes 58 seconds East, 28.89 feet; thence due East, 288.00 feet to a point on the East line of said BAYBERRY CROSSING; thence South 0 degrees 37 minutes 58 seconds West, along said East line, 150.00 feet to the point of beginning.

EXHIBIT B

General Boundary Map of the Bayberry Crossing Community Improvement District



**EXHIBIT C
FIVE YEAR PLAN**

(Attached)

FIVE YEAR DISTRICT MANAGEMENT PLAN

OF THE

BAYBERRY CROSSING COMMUNITY IMPROVEMENT DISTRICT

CITY OF LEE'S SUMMIT, MISSOURI

The information and details outlined in the following pages represent the strategies, and activities that it is anticipated will be undertaken during the initial five-year duration of the Bayberry Crossing Community Improvement District in Lee's Summit, Missouri. It is an integral and composite part of the petition to establish the Bayberry Crossing Community Improvement District.

Introduction

The Bayberry Crossing Community Improvement District (the “District”) is created pursuant to Section 67.1401 through 67.1571 of the Revised Statutes of Missouri (the “CID Act”). Section 67.1421, RSMo, requires that the petition for the creation of the District be accompanied by a five-year plan which includes a description of the purposes of the proposed district, the services it will provide, the improvements it will make and an estimate of the costs of these services and improvements to be incurred. This Five-Year District Management Plan (the “Plan”) is intended to satisfy this statutory requirement, and is appended to the Petition for Formation of the District as an integral part thereof.

Section 1 - Why Create a Community Improvement District?

The District will encompass a 5.2 +/- acre plot of land located southeast of the intersection of Missouri Route 291 and Southeast 5th Street in Lee’s Summit, Missouri (the “Development”). The purpose of the District is to undertake certain improvements and services within the District, as discussed below, and to use or make available its revenue to pay the costs thereof, including without limitation debt service on any notes, bonds or other obligations issued and outstanding from time to time to finance all or any of such costs.

Section 2 - What is a Community Improvement District?

A community improvement district is an entity that is separate from the City of Lee’s Summit and is formed by the adoption of an ordinance by the City Council following a public hearing before the City Council regarding formation of the District. A CID may take the form of a political subdivision of the State of Missouri, or a nonprofit corporation that is formed and operated under Missouri corporation laws. CIDs are empowered to provide a variety of services and to construct and/or finance a number of different public improvements, and in a blighted area, private improvements, as set forth more particularly in the CID Act. CIDs derive their revenue from taxes and assessments levied within the boundaries of the CID. Such revenues are then used to pay the costs of the services or improvements. A CID is operated and managed by a board of directors, whose members may be appointed or elected. Board members serve for a designated period of time, and the Board positions are again elected or appointed at the expiration of each term as provided in the petition creating such CID.

Section 3 - Management Plan Summary

The District in this case will take the form of a separate political subdivision of the State of Missouri, which will be governed by a Board of Directors that will consist of five (5) members appointed by the Mayor of Lee’s Summit with the consent of the City Council upon consideration of a slate submitted in accordance with the Petition.

District Formation:

CID formation requires submission of signed petitions from a group of property owners:

- collectively owning more than fifty percent (50%) by assessed value of the real property within the District, and
- representing more than fifty percent (50%) per capita of all owners of real property within the District.

In this case, the Petition to which this Plan is attached has been signed by the owners of 100% of the assessed value and 100% of the per capita property owners within the District.

Location:

The Development is located southeast of the intersection of Missouri Route 291 and Southeast 5th Street in Lee's Summit, Missouri and consists of approximately 5.2 +/- acres, as more particularly described in the Petition.

Assessed Value of District:

The total assessed value of the properties within the District on the date of the Petition is \$1,600,000.

Improvements and Services:

The purpose of the District is to provide funding for the construction of certain improvements within the District's boundaries, which are more particularly described in **Exhibit A** to this Plan (the "Improvements"). The particular items included within the Improvements may be modified from those listed herein as allowed pursuant to a cooperative agreement between the District, City and developer of the project. The costs of the Improvements to be financed by the District shall include all costs associated with design, architecture, engineering, financing costs incurred to finance such Improvements, and legal and administrative costs of same. The District may also provide funding for the District's formation and its ongoing operation and administration costs on an annual basis.

It is also anticipated that all costs, including attorneys' fees, associated with formation of the District, including, but not limited to, the preparation of the CID Petition, the negotiation and drafting of any agreements entered into upon formation of the District in furtherance of the District's purposes, and the initial implementation of the District ("Formation Costs") will be reimbursed to the advancing party, or paid directly, from funds generated by the District.

The District will enter into a cooperative agreement with the City and the developer of the project, and such agreement will set forth the restrictions and limitations associated with funding the Improvements and the approval of any additional improvements that are not set forth in this initial Five Year Plan. The cooperative agreement may also contain provisions which permit the District to fund services after all Improvement Costs have been reimbursed to the appropriate party.

Method of Financing:

It is proposed that the District will impose a sales and use tax of up to one percent (1%) (the "District Sales Tax"), which is in addition to any other state, county or city sales and use tax. The District Sales Tax is payable on the same retail sales that are subject to taxation pursuant to Sections 144.010 to 144.525, RSMo, except sales of motor vehicles, trailers, boats or outboard motors, and sales to or by public utilities and providers of communications, cable, or video services. All costs of the District shall be financed in the manner and amount determined by the Board of Directors from the amounts on deposit with the CID. Amounts advanced to the District by the Petitioner, or its successors or assigns, to cover the costs contemplated hereunder will be reimbursed by the District upon the availability of funds. All financing costs, including interest costs, associated with any loan obtained by the District, or notes, bonds, or other obligations issued by District to finance Improvements and/or Services may be paid from CID Sales Tax revenues.

Estimated Costs:

Attached as **Exhibit A** to this Plan is a table setting forth the estimated cost of the Improvements and the Services, and a table setting forth the projected cash flow for the first five years of the District's existence.

City Services:

The CID Act mandates that existing City services will continue to be provided within a CID at the same level as before the District was created (unless services are decreased throughout the City) and that District services shall be in addition to existing City services. The District anticipates that City services will continue to be provided within the District at the same level as before the District was created, and the District will not cause the level of City services within the District to diminish.

Duration:

The District will operate for a maximum term of twenty-seven (27) years from the date upon which an ordinance is passed by the City Council establishing the District. Notwithstanding that the District is at the time providing Services, but subject to the contractual rights of any third parties, the District may be terminated prior to the end of such maximum term if the Improvements have been completed and the costs thereof paid for or reimbursed in full with CID Sales Tax revenue. The petition process must be repeated for the District to continue beyond such maximum term.

**Section 4
District Boundaries**

The legal description of the District is attached as Exhibit A to the Petition.

**Section 5
Facilities and Services to Be Provided**

As explained above, during the first five years, the purpose of the District is to provide revenue sources in support of contracting with any private property owner to effectuate the Improvements and providing or contracting for the Services.

**Section 6
Governing the Community Improvement District**

City Council:

Following the submission of the Petition, the City Council will conduct a public hearing and then consider an ordinance to create the District.

Board of Directors for District:

The District will be governed by a Board of Directors that will consist of five members. . The initial directors are named in the petition, and successor directors shall be appointed by the Mayor of Lee's Summit with the consent of the City Council pursuant to the terms of the Petition. It is anticipated that if the District submits names of suggested successor directors to the City in writing at least thirty (30) days prior to the expiration date of the terms of the applicable directors, the Mayor shall appoint such directors as successor directors, with the consent of the City Council, upon consideration of the slate of recommended directors. If any suggested directors are not suitable, the Mayor may provide the District with a reasonable written explanation regarding why such suggested successor directors do not meet applicable legal requirements or lack the competency to serve as directors.

Annual Budget:

The District's budgets will be proposed and approved annually, within the limitations set forth in this Plan, by the District's Board of Directors. Budgets will be submitted annually to the City Council of the City of Lee's Summit for review and comment in accordance with the CID Act. The District will operate at all times in accordance with the District Rules and Regulations (Section 7) and the Bylaws of the District.

Section 7
District Rules and Regulations

1. The District shall operate at all times in accordance with Bylaws that may be adopted by the Board of Directors. The District shall at all times conduct its proceedings in accordance with Robert's Rules of Order, except as otherwise provided in any Bylaws.
2. The Board of Directors of the District will meet at least on an annual basis.

**EXHIBIT A TO FIVE YEAR PLAN OF THE
BAYBERRY CROSSING COMMUNITY IMPROVEMENT DISTRICT**

ESTIMATED COSTS OF IMPROVEMENTS AND SERVICES¹

	<u>Cost*</u>
Construction of Facades and Building Envelope Integrity	\$891,000
Landscaping	\$200,000
Signage	\$255,000
Lighting	\$60,000
Amenities	\$50,000
Subtotal:	\$1,456,000
10% Contingency:	\$145,600
District Formation Costs:	\$30,000
Annual Operating Costs (5 years)	\$2,500 (per year)
Grand Total:	\$1,644,100

*Excludes financing costs incurred to undertake such costs.

**Only items permitted by the CID Act shall be eligible to be financed with District Sales Tax.

CASH FLOW PROJECTION²

CID Year	CID Sales Tax Revenue
1	\$75,000
2	\$80,500
3	\$86,110
4	\$91,832
5	\$97,669

¹ These costs are estimates and may fluctuate based on actual costs incurred for purposes permitted under the CID Act. Costs to be funded by the District will be limited as set forth in a cooperative agreement among the City of Lee's Summit, the District and the developer of the project.

² Any annual revenue generated will be utilized to pay any costs of the District as approved in the District annual budget.