

AN ORDINANCE APPROVING THE PETITION FOR ESTABLISHMENT OF THE CEDAR CREEK COMMUNITY IMPROVEMENT DISTRICT.

WHEREAS, Sections 67.1401 to 67.1571 RSMo, 2000, as amended (the "CID Act"), authorize the governing body of any city, upon presentation of a proper petition requesting the formation and after a public hearing, to adopt an ordinance establishing a community improvement district; and,

WHEREAS, the City of Lee's Summit, Missouri (the "City") is a charter city and a political subdivision of the State of Missouri, duly created, organized and existing under and by virtue of the Constitution and laws of the State of Missouri; and,

WHEREAS, property owners within the proposed community improvement district have filed with the Lee's Summit City Clerk (the "City Clerk") a petition for the establishment of a community improvement district pursuant to the CID Act (the "Petition"), entitled the Petition for the Establishment of the Cedar Creek Community Improvement District (the "District"); and,

WHEREAS, the City Clerk verified that the Petition substantially complies with the CID Act, submitted the verified Petition to the City Council and set a public hearing with all proper notice being given in accordance with the CID Act or other applicable law; and,

WHEREAS, none of the signatures of the signers of the Petition were withdrawn within seven days after the Petition was filed with the City Clerk; and,

WHEREAS, all the real property included in the District is entirely located within the City of Lee's Summit; and,

WHEREAS, on September 22, 2020, the City Council held a public hearing, after notice in accordance with the CID Act, at which all persons interested in the formation of the District were allowed an opportunity to speak; and,

WHEREAS, the Petition to establish the District being fully heard before the City Council, the City now desires to establish the District and make such other findings as necessary.

NOW, THEREFORE, BE IT ORDAINED BY THE COUNCIL OF THE CITY OF LEE'S SUMMIT, MISSOURI, as follows:

SECTION 1. All terms used in this Ordinance shall be construed as defined in the CID Act and the Petition.

SECTION 2. The City Clerk has verified that the Petition substantially complies with all submission requirements of the CID Act.

SECTION 3. The District is hereby approved and shall be established within the

City as a political subdivision of the State of Missouri, as provided in the Petition, a copy of which is attached hereto as Exhibit A and incorporated herein by this reference. The District includes the contiguous tracts of real estate as described in the attached Petition and shown on the map set forth in the attached Petition.

SECTION 4. As set forth in the Petition, the District shall be governed by a board of directors consisting of five (5) members, with the initial members being named in the Petition and whose successors shall be appointed as provided in the Petition.

SECTION 5. The District's Board of Directors shall have authority to establish a sales tax within the District as set forth in the Petition and in conformance with the CID Act.

SECTION 6. The District shall have and possess such powers authorized under the CID Act, as limited in the Petition.

SECTION 7. The life of the District shall begin on the effective date of this Ordinance and shall continue until the earlier of: (i) reimbursement of all CID reimbursable costs with interest as set forth in the cooperative agreement discussed in Section 9 below; or (ii) twenty-five (25) years from the commencement of the District Sales Tax collections. The District may be terminated prior to the stated expiration date in accordance with the provisions of the CID Act.

SECTION 8. The City Clerk is hereby directed to prepare and file with the Missouri Department of Economic Development (the "Department") the report specified in subsection 6 of Section 67.1421 of the CID Act, substantially in the form provided by the Department.

SECTION 9. Approval of the Petition and the District by this Ordinance is conditioned upon the District entering into a cooperative agreement with the City, upon terms and conditions mutually acceptable to the City and District, which provides for implementation of the District, maintenance of the public improvements that are funded by the District, the process for reimbursement of eligible District costs and expenses and other matters as mutually determined by the City and District. No payment or reimbursement of District costs and expenses shall occur and no disbursement of District revenues shall occur until the cooperative agreement is approved and executed by the City and the District. Failure of the District to enter into such agreement within six (6) months following the effective date of this Ordinance shall nullify and render void the approvals granted in this Ordinance upon such declaration by the City Council.

SECTION 10. City officers and agents of the City are each hereby authorized and directed to take such action and execute such other documents, certificates and instruments as may be necessary or desirable to carry out and comply with the intent of this Ordinance.




SECTION 11. All ordinances or parts of ordinances in conflict with this Ordinance are hereby repealed.

SECTION 12. This Ordinance shall be in full force and effect from and after its passage, adoption, and approval by the Mayor.


PASSED by the City Council for the City of Lee's Summit, Missouri, this 29th day of ~~October~~, 2020.  
September

  
\_\_\_\_\_  
Mayor William A. Baird


ATTEST:

  
\_\_\_\_\_  
*Deputy* City Clerk ~~Trisha Fowler Arcuri~~

APPROVED by the Mayor of said city this 29th September day of ~~October~~, 2020.

  
\_\_\_\_\_  
Mayor William A. Baird

ATTEST:

  
\_\_\_\_\_  
*Deputy* ~~Trisha Fowler Arcuri, City Clerk~~  
*City Clerk*

APPROVED AS TO FORM:

  
\_\_\_\_\_  
David W. Bushek *City Attorney*, Bran W. Head  
Chief Counsel of Economic Development & Planning

**EXHIBIT A  
CID PETITION**

**[Attached]**



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**PETITION TO THE CITY OF LEE'S SUMMIT, MISSOURI**

**FOR ESTABLISHMENT OF THE**

**CEDAR CREEK**

**COMMUNITY IMPROVEMENT DISTRICT**

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**PETITION FOR THE CREATION OF  
CEDAR CREEK  
COMMUNITY IMPROVEMENT DISTRICT**

To the City Council of Lee's Summit, Jackson County, Missouri (the "City"):

The undersigned real property owner (the "Petitioner"), being the owner collectively owning

- (1) more than fifty percent (50%) by assessed value of the real property, and
- (2) more than fifty percent (50%) per capita of all owners of real property

within the boundaries of the hereinafter described community improvement district, does hereby petition and request that the City Council of the City of Lee's Summit (the "City Council") create a community improvement district as described herein under the authority of Sections 67.1401 to 67.1571, inclusive, RSMo (the "CID Act").

- A. Proposed District Name. The name for the proposed community improvement district (the "District") is:

**Cedar Creek**

**Community Improvement District**

- B. Legal Description and Map. A legal description and map of the District are attached hereto as **Exhibit A**. The proposed district is located entirely within the corporate boundaries of the City.
- C. Five Year Plan. A five year plan stating a description of the purposes of the District, the improvements it will make and an estimate of costs of these improvements to be incurred is attached hereto as **Exhibit B**.
- D. Establishment as Political Subdivision. The District will be established as a political subdivision under the CID Act.
- E. Appointment of Initial Directors.
- (a) Number. The proposed district will be governed by a Board of Directors, which will consist of 5 members, whom are named and shall serve for the terms specified below.
  - (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 an authorized representative of an

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.

Notwithstanding anything to the contrary: (i) 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 of Directors to take appropriate action to remove said Director and elect a Director to serve the remainder of such Director’s term; (ii) at all times one (1) Director shall be a City Representative, who shall be designated in writing as a representative of a property owner in the District for the purpose of meeting the Director qualifications of the Act, but who shall be a person designated by the City to represent the City in Board proceedings; and (iii) at all times, as long as Enterprises Cedar Creek, LLC owns any interest in real property within the District, at least four (4) of the five (5) Directors shall be legally authorized representatives of Enterprises Cedar Creek, LLC.

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

The Initial Board of Directors:

|                   |         |
|-------------------|---------|
| Justin Kaufmann   | 4 years |
| Adam Lyngar       | 4 years |
| Dante Cosentino   | 2 years |
| William Cosentino | 2 years |
| Ryan Elam         | 2 years |

**F. Director Terms; Successor Directors.** The Initial Directors shall serve for the terms described above or until his/her successor is appointed in accordance with this Petition (a “**Successor Director**”). 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. Successor Directors shall be appointed by the Mayor, with the consent of the City Council, in accordance with the Act and this Petition. The following shall apply for Successor Directors:

(a) Individuals named as Successor Directors shall meet the qualifications defined in Section E of this Petition.

(b) The Board may submit names to the Mayor for proposed Successor Directors, which shall serve as a non-binding recommendation of persons to be appointed as Successor Directors.



(c) The Mayor shall appoint the Successor Directors, subject to City Council consent.

**G.** Total Assessed Value. The total assessed value of all real property in the proposed district is \$1,683,192. Information regarding the assessed value and ownership of each parcel is as follows:

62-610-02-99-01-2-00-000 (\$1,508,984) – Owned by Enterprises Cedar Creek, LLC

62-140-07-30-00-0-00-000 (\$174,208) – Owned by LSPH Investors LLC

Public Right-of-Way (\$0) – City of Lee’s Summit, Missouri

**H.** Blight remediation and Public Purpose. The District is located within the US50/M291 Urban Renewal Project Area, declared as a blighted area pursuant to the provisions of the Land Clearance for Redevelopment Authority Law, Sections 99.300 through 99.660 RSMo., as amended, and City Ordinance No. 7472 which was approved on June 5, 2014, incorporated herein by reference. The blight finding in Ordinance No. 7472 serves as a blight finding under the CID Act pursuant to Section 67.1401.3(b), RSMo. In order for the District to be able to expend its revenues pursuant to RSMo § 67.1461.2, this Petition seeks the City Council's determination that the use of District revenues as described herein is reasonably anticipated to assist with remediation of the blighted conditions within the District and will serve a public purpose.

**I.** Term of Existence. The proposed maximum length of time for the existence of the District is the earlier of: (i) reimbursement of all CID reimbursable costs with interest as set forth in an intergovernmental cooperative agreement to be entered into by and between the District and the City or a development agreement to be entered into by and between the City and the Developer; or (ii) twenty-five (25) years from the commencement of the District Sales Tax (defined below) collections. The District may be terminated prior to the stated expiration date in accordance with the provisions of the CID Act.

**J.** Sales Tax. Qualified voters of the CID will be asked to approve a sales and use tax of up to one percent (1.00%) (“**District Sales Tax**”), in accordance with the CID Act, to assist in the funding of certain improvements and services that serve the property within the District. Additional details about the District Sales Tax are set forth in the Five Year Plan attached as Exhibit B.

**K.** Maximum Special Assessment. Petitioners do not propose that special assessments be levied within the District.

**L.** Real Estate Tax and Business License Tax. Petitioners will not seek to submit to qualified voters any proposition for approval of a real property tax levy or business license taxes.

**M.** No Borrowing Capacity Limitation. Petitioners do not seek limitations on the borrowing capacity of the District.

- N. No Revenue Limitations. Petitioners do not seek limitations on the revenue generation of the District.
- O. No Power Limitation. Petitioners do not seek limitations on the powers of the District.
- P. Petitioner Withdrawal Right Notice. **THE SIGNATURES OF THE SIGNERS OF THIS PETITION MAY NOT BE WITHDRAWN FROM THIS PETITION LATER THAN SEVEN (7) DAYS AFTER THE FILING HEREOF WITH THE CITY CLERK.**
- Q. Severability. If any provision of this Petition shall be held or determined to be invalid, inoperative or unenforceable as applied in any particular case, or in all cases, because it conflicts with any other provision or provisions of this Petition or for any other reason such circumstances shall not have the effect of rendering the provision in question inoperative or unenforceable in any other case or circumstance, or of rendering any other provision contained in this Petition invalid, inoperative or unenforceable to any extent whatsoever.

WHEREFORE, Petitioner respectfully requests that the City Council establish the requested Cedar Creek 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.

[NO FURTHER TEXT; SIGNATURE PAGES FOLLOW]

DRAFT: July 8, 2020

EXECUTION PAGE FOR PETITION FOR THE CREATION OF CEDAR CREEK COMMUNITY IMPROVEMENT DISTRICT

Name of owner: LSPH Investors LLC
Owner's telephone number: (913) 782-9000
Owner's mailing address: c/o Cadence Commercial Real Estate, 7939 Floyd Street, #200, Overland Park, KS 66204

State what type of entity: [ ] Corporation [ ] Limited Partnership [ ] Partnership [ ] Not-for-profit Corporation [ ] General Partnership [X] Limited Liability Company [ ] Urban Redevelopment Corporation [ ] Other (specify) \_\_\_\_\_

Map and parcel numbers: 62-140-07-30-00-0-00-000

Assessed value: \$174,208

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

Date: August \_\_, 2020

LSPH INVESTORS LLC

By: [Signature] William D. Cosentino, Authorized Manager

STATE OF Kansas ) ) ss. COUNTY OF Johnson )

On this 25th day of August, 2020, before me William D. Cosentino Notary Public in and for said state, personally appeared William D. Cosentino, Authorized Manager of LSPH Investors LLC, known to me to be the person who executed the within Petition for the Creation of Cedar Creek Community Improvement District, in behalf of said limited liability company and acknowledged to me that he executed the same for the purposes therein stated.

IN WITNESS WHEREOF, the foregoing has been executed the day and year first above written.

[Signature] Notary Public

My Commission Expires:





EXECUTION PAGE FOR PETITION FOR THE CREATION OF CEDAR CREEK COMMUNITY IMPROVEMENT DISTRICT

Name of owner: Enterprises Cedar Creek, LLC
Owner's telephone number: (913) 782-9000
Owner's mailing address: c/o Cadence Commercial Real Estate, 7939 Floyd Street, #200, Overland Park, KS 66204

State what type of entity: [ ] Corporation [ ] Limited Partnership [ ] Partnership [ ] Not-for-profit Corporation [ ] General Partnership [X] Limited Liability Company [ ] Urban Redevelopment Corporation [ ] Other (specify) \_\_\_\_\_

Map and parcel numbers: 62-610-02-99-01-2-00-000

Assessed value: \$1,508,984

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

Date: August \_\_, 2020

ENTERPRISES CEDAR CREEK, LLC

By: Enterprises Landmark, LLC, the Class A Member

By: [Signature] William D. Cosentino, Authorized Manager

STATE OF Kansas )
COUNTY OF Johnson ) ss.

On this 25th day of August, 2020, before me William D. Cosentino, a Notary Public in and for said state, personally appeared William D. Cosentino, Authorized Manager of Enterprises Landmark, LLC, the Class A Member of Enterprises Cedar Creek, LLC, known to me to be the person who executed the within Petition for the Creation of Cedar Creek Community Improvement District, in behalf of said limited liability company and acknowledged to me that he executed the same for the purposes therein stated.

IN WITNESS WHEREOF, the foregoing has been executed the day and year first above written.

[Signature] Notary Public

My Commission Expires:

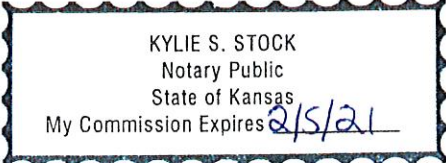


EXHIBIT A  
BOUNDARY DESCRIPTION AND MAP OF  
COMMUNITY IMPROVEMENT DISTRICT

BOUNDARY DESCRIPTION

A TRACT OF LAND LOCATED IN THE EAST HALF OF THE NORTHEAST QUARTER OF SECTION 12, TOWNSHIP 47, RANGE 32, IN LEE'S SUMMIT, JACKSON COUNTY, MISSOURI, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS: COMMENCING AT THE NORTHEAST CORNER OF SAID QUARTER SECTION; THENCE N 89°55'30" W ALONG THE NORTH LINE OF SAID NORTHEAST QUARTER A DISTANCE OF 765.72 FEET; THENCE S 00°04'30" W A DISTANCE OF 12.05 FEET TO A POINT ON THE SOUTH RIGHT-OF-WAY LINE OF 3RD STREET, AS ESTABLISHED BY QUIT-CLAIM DEED RECORDED AS DOCUMENT NO. 802024; THENCE S 00°48'52" E A DISTANCE OF 80.00 FEET; THENCE IN A SOUTHERLY DIRECTION ALONG A CURVE TO THE LEFT HAVING A RADIUS OF 572.96 FEET AND TANGENT TO THE LAST DESCRIBED COURSE, AN ARC DISTANCE OF 78.06 FEET; THENCE CONTINUING IN A SOUTHERLY DIRECTION ALONG SAID CURVE, AN ARC DISTANCE OF 21.94 FEET; THENCE S 10°48'52" E, TANGENT TO SAID CURVE, A DISTANCE OF 120.00 FEET; THENCE N 79°11'08" E, A DISTANCE OF 78.54 FEET; THENCE IN AN EASTERLY AND SOUTHEASTERLY DIRECTION ALONG A CURVE TO THE RIGHT HAVING A RADIUS OF 250.00 FEET AND TANGENT TO THE LAST DESCRIBED COURSE, AN ARC DISTANCE OF 319.31 FEET; THENCE S 27°38'01" E, TANGENT TO THE LAST SAID CURVE, A DISTANCE OF 261.56 FEET; THENCE IN A SOUTHEASTERLY AND SOUTHERLY DIRECTION ALONG A CURVE TO THE RIGHT HAVING A RADIUS OF 285.00 FEET AND TANGENT TO THE LAST DESCRIBED COURSE, AN ARC DISTANCE OF 137.45 FEET; THENCE S 00°00'00" E AND TANGENT TO THE LAST SAID CURVE, A DISTANCE OF 24.05 FEET TO THE POINT OF BEGINNING OF THE TRACT TO BE DESCRIBED; THENCE S 00°00'00" E A DISTANCE OF 249.07 FEET; THENCE S 89°57'56" E A DISTANCE OF 147.61 FEET TO THE WEST RIGHT-OF-WAY LINE OF WARD ROAD; THENCE S 00°01'50" E ALONG SAID WEST RIGHT-OF-WAY LINE A DISTANCE OF 79.89 FEET; THENCE S 89°59'24" W A DISTANCE OF 147.65 FEET; THENCE S 00°00'00" W A DISTANCE OF 5.08 FEET; THENCE IN A SOUTHERLY AND SOUTHWESTERLY DIRECTION ALONG A CURVE TO THE RIGHT HAVING A RADIUS OF 135.00 FEET AND TANGENT TO THE LAST DESCRIBED COURSE, A CHORD BEARING OF S 19°28'19" W AND A CHORD DISTANCE OF 90.00 FEET, AN ARC DISTANCE OF 91.76 FEET; THENCE S 00°05'11" E A DISTANCE OF 85.17 FEET; THENCE S 89°59'43" W A DISTANCE OF 564.22 FEET; THENCE IN A WESTERLY, NORTHWESTERLY AND NORTHERLY DIRECTION ALONG A CURVE TO THE RIGHT HAVING A RADIUS OF 185.00 FEET AND TANGENT TO THE LAST DESCRIBED COURSE, A CHORD BEARING OF N 44°58'07" W AND A CHORD DISTANCE OF 261.79 FEET, AN ARC DISTANCE OF 290.83 FEET; THENCE N 00°01'52" W A DISTANCE OF 249.05 FEET; THENCE S 89°57'21" E A DISTANCE OF 187.23 FEET; THENCE N 00°01'58" W A DISTANCE OF 100.10 FEET; THENCE S 89°59'51" E A DISTANCE OF 187.99 FEET; THENCE S 00°01'50" E A DISTANCE OF 30.03 FEET; THENCE N 89°59'39" E A DISTANCE OF 404.07 FEET TO THE POINT OF BEGINNING.

AND

Lot 1, Pizza Hut Addition, a subdivision in Lee's Summit, Jackson County, Missouri, according to the recorded plat thereof, except that part conveyed to the City of Lee's Summit by the right-of-way deed recorded as document no. I-667242, in book I-1500 at page 1736.

AND

The SW Ward Road / Oldham Parkway public right-of-way immediately adjacent to and contiguous with the property described above, continuing north through and including the SW 3<sup>rd</sup> Street public right-of-way, and the SW 3<sup>rd</sup> Street public right-of-way therefrom west through and including the SW McClendon Drive public right-of-way, the SW McClendon Drive public right-of-way therefrom northwest through and including its intersection with the property described above.



DISTRICT BOUNDARY MAP

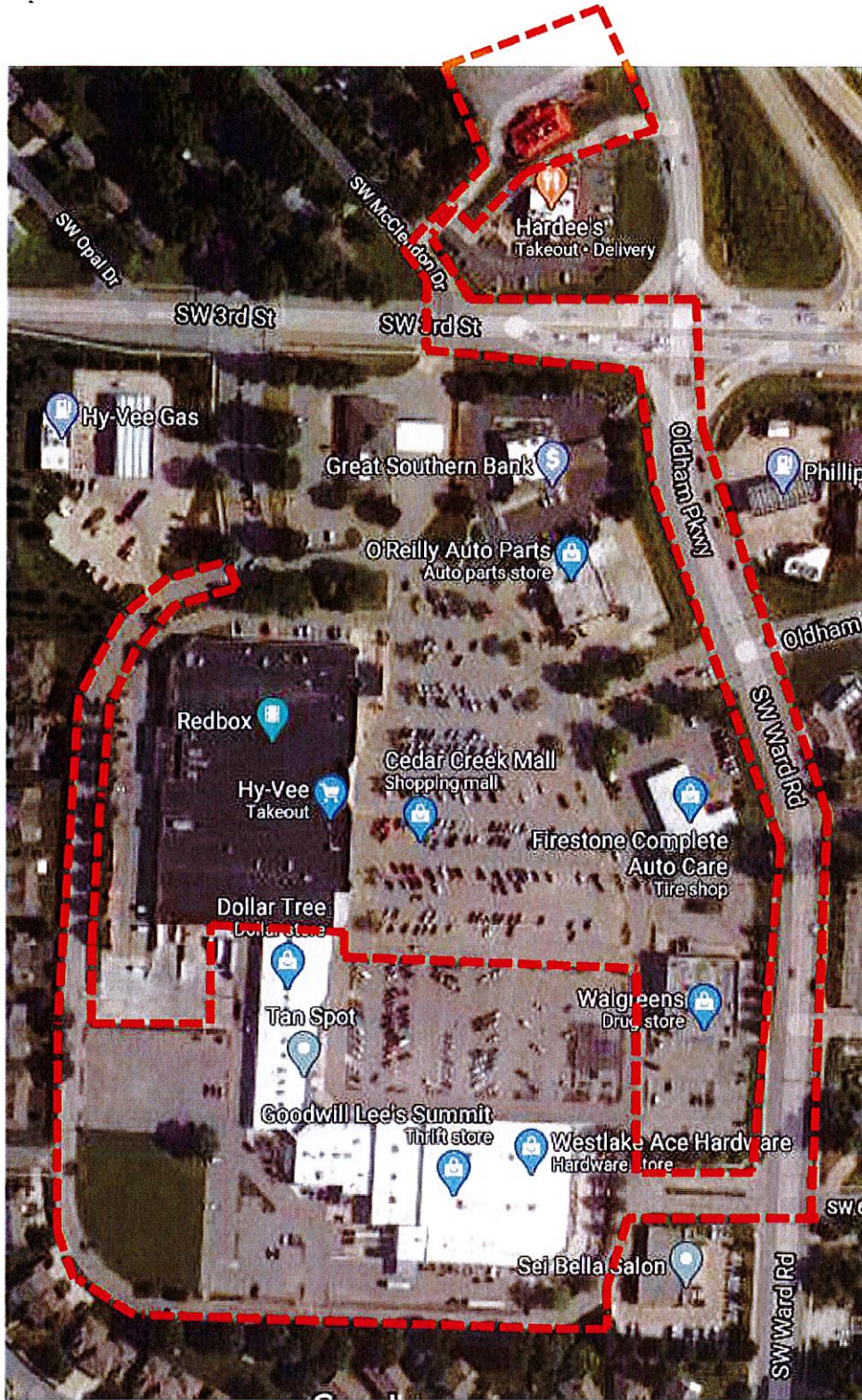




EXHIBIT B  
TO THE PETITION FOR ESTABLISHMENT  
OF  
THE CEDAR CREEK  
COMMUNITY IMPROVEMENT DISTRICT  
CITY OF LEE'S SUMMIT, MISSOURI

**FIVE YEAR DISTRICT MANAGEMENT PLAN**

**The information and details outlined in the following pages represent the anticipated strategies, activities and improvements during the initial five year duration of a Community Improvement District in the City of Lee's Summit, Missouri. It is an integral and composite part of the petition to establish the Cedar Creek Community Improvement District.**

## **Introduction**

The Cedar Creek 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 improvements it will make and an estimate of the costs of such improvements. This Five Year District Management Plan (the “**Plan**”) is designed to comply with this statutory requirement, and is appended to the Petition for Establishment of the District.

### **Section 1**

#### **Why Create a Community Improvement District?**

The District is proposed to provide funding for the Improvements, Formation Costs, and Operating/Administrative Costs (as those terms are defined below). The District will enter into an agreement with Enterprises Cedar Creek, LLC or its assigns (“**Developer**”) whereby Developer will agree to advance such costs, as necessary, and the District will use District Sales Tax (defined below) revenues collected over time to repay Developer with interest. Any obligation of the District will not be a financial obligation of the City of Lee’s Summit, Missouri.

### **Section 2**

#### **What is a Community Improvement District?**

A community improvement district (“**CID**”) is an entity that is separate from the City of Lee’s Summit (the “**City**”) and is formed by the adoption of an ordinance by the City’s 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 finance a number of different types of improvements. CIDs derive their revenue from taxes and assessments levied within the boundaries of the CID. Such revenues are then used for the benefit of the properties within the CID. 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.

### **Section 3**

#### **Management Plan Summary**

This Plan is proposed to improve and convey special benefits to properties located within the boundaries of the District by providing assistance in the construction of certain Improvements. 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 members.

*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.

The Petition to which this Plan is attached meets these signature requirements.

*Location:*

The District is located south of SW 3<sup>rd</sup> Street and west of Missouri Highway 50, all located in the City of Lee's Summit, Missouri. The District is depicted on the map included as **Exhibit 1** of this Plan.

*Assessed Value of District:*

The total assessed value of the properties within the District on the date of the Petition is \$1,683,192.

*Improvements:*

The District will assist in the funding of the construction of certain improvements (the "**Improvements**"), which are more particularly described in **Exhibit 2** of this Plan.

*Formation Costs:*

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**") may be reimbursed to the advancing party, or paid directly, from funds generated by the District.

*Operating/Administrative Costs:*

All costs of operating and administering the District, including, but not limited to, the costs of legal counsel, insurance premium payments, accounting services, and other outside consultants ("**Operating/Administrative Costs**"), may be reimbursed to the advancing party, or paid directly, from funds generated by the District.

*Method of Financing:*

While the District is permitted to issue notes or incur other obligations, as defined in Section 67.1401.2(10) of the Revised Statutes of Missouri, to pay for the Improvements, Formation Costs, and Operating/Administrative Costs, it is anticipated that the District will enter into an agreement with Developer whereby Developer will agree to advance the costs of the



Improvements, Formation Costs, and Operating/Administrative Costs, as necessary, and the District will use District Sales Tax revenues collected over time to repay Developer with interest. The District Sales Tax revenues will come from the District's imposition of a sales tax on all retail sales made in the District which are subject to taxation pursuant to Sections 144.010 to 144.525 of the Revised Statutes of Missouri, except the sale of motor vehicles, trailers, boats or outboard motors and sales to public utilities, all as allowed by Sections 67.1461 and 67.1545 of the Revised Statutes of Missouri (the "**District Sales Tax**").

*Cost:*

The total estimated cost of the Improvements and Formation Costs, as well as the estimated annual cost of costs of the Operating/Administrative Costs, are set forth in **Exhibit 2**.

*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.

*Duration:*

The proposed maximum length of time for the existence of the District is the earlier of: (i) reimbursement of all CID reimbursable costs with interest as set forth in an intergovernmental cooperative agreement to be entered into by and between the District and the City or a development agreement to be entered into by and between the City and the Developer; or (ii) twenty-five (25) years from the commencement of the District Sales Tax collections. The District may be terminated prior to the stated expiration date in accordance with the provisions of the CID Act.

*Governance:*

The District's budgets and policies may be refined annually by the District's Board of Directors. Budgets and reports will be submitted annually to the City 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 6) and the Bylaws of the District.

#### **Section 4**

##### **District Boundaries**

The map of the District is attached as **Exhibit 1** to the Plan.

#### **Section 5**

##### **Facilities and Services to Be Provided**

As summarized above, during the first five years, the District will use District Sales Tax revenues to pay for, or repay Developer, with interest, for Developer's advancement of the costs

to pay for, construction of the Improvements, Formation Costs, and Operating/Administrative Costs.

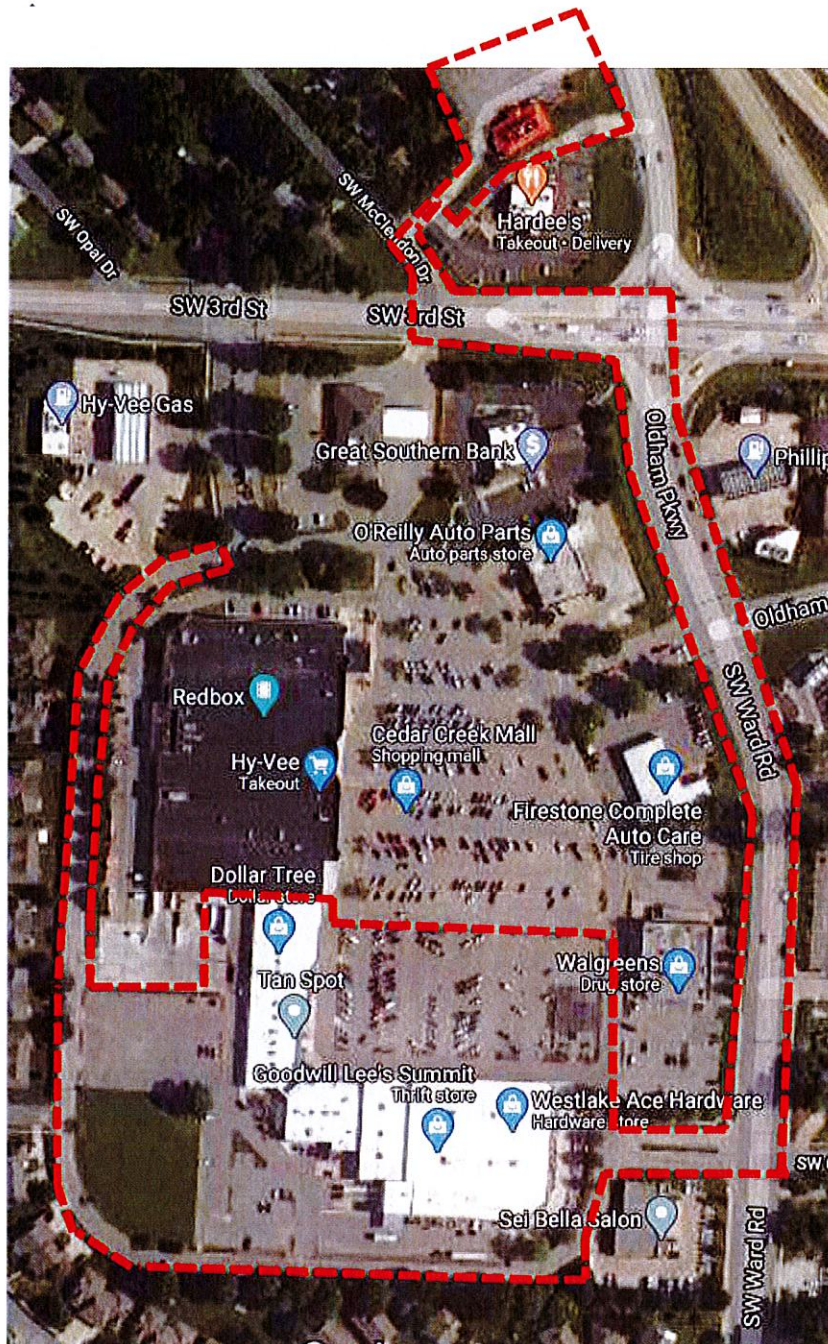
## **Section 6**

### **District Rules and Regulations**

1. The District shall operate at all times in accordance with Bylaws that shall be adopted by the Board of Directors. The initial Bylaws to be adopted by the Board of Directors shall be in substantially the same form as the Bylaws attached to this Plan as **Exhibit 3**. At all times, the District shall conduct its proceedings in accordance with Robert's Rules of Order, except as otherwise provided in the Bylaws.
  
2. The District will meet on an annual or more frequent basis.



EXHIBIT 1  
to Five Year Management Plan  
DISTRICT MAP





**EXHIBIT 2**

**to Five Year Management Plan  
ESTIMATED COSTS**

|   |             |
|---|-------------|
| <u>Formation Costs:</u>                     | \$40,000    |
| <u>Improvements:</u>                        | \$1,499,317 |
| - Main Center Building Façade               |             |
| - Pizza Hut Building Remodel                |             |
| - Parking Lot / Common Area Reconfiguration |             |
| - Landscaping                               |             |
| - Signage                                   |             |
| - Lighting                                  |             |
| <u>Operating/Administrative Costs:</u>      | \$5,000     |

|                                  | 2020        | 2021     | 2022     | 2023     | 2024     |
|----------------------------------|-------------|----------|----------|----------|----------|
| <b>Projected CID Revenues</b>    | \$0         | \$87,250 | \$88,995 | \$90,775 | \$92,590 |
| <b>Developer Advances</b>        | \$1,539,317 |          |          |          |          |
| <b>Expenditures:<sup>1</sup></b> |             |          |          |          |          |
| Formation Costs                  | \$40,000    | \$0      | \$0      | \$0      | \$0      |
| Improvements                     | \$1,499,317 | \$0      | \$0      | \$0      | \$0      |
| Operating/Administrative Costs   | \$0         | \$5,000  | \$5,000  | \$5,000  | \$5,000  |
| Reimbursement of Developer       | \$0         | \$82,500 | \$83,995 | \$85,775 | \$87,590 |

<sup>1</sup> Estimated expenditures will also include reimbursement of Developer's interest costs on amounts advanced for CID expenditures.

**EXHIBIT 3**  
**to Five Year Management Plan**

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**BYLAWS**  
**OF THE**  
**CEDAR CREEK**  
**COMMUNITY IMPROVEMENT DISTRICT**

**ARTICLE I**  
**OFFICES, RECORDS, SEAL**

- 1. Principal Office.** The principal office of the District shall be located at such place as may from time to time be designated by the Board.
- 2. Records.** The District shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of the Board of Directors (the “Board”) and each committee of the Board. The District shall keep a record of the name and place of residence of each director and each officer.
- 3. Seal.** The Board may adopt, and may alter at its pleasure, a corporate seal, which shall have inscribed thereon the name of the District and the words: Corporate Seal – Missouri. The corporate seal may (but shall not be required to) be used by causing it, or a facsimile thereof, to be impressed or affixed or to be in any other manner reproduced.

**ARTICLE II**  
**PURPOSES**

The purposes of the District shall be to provide those services and improvements set forth in the petition for creation of the District (the “Petition”) and the Five Year Plan attached thereto, and for all other lawful purposes that may be authorized by the Board and permitted under Sections 67.1401 through 67.1571, RSMo (the “Act”).

**ARTICLE III**  
**BOARD**

- 1. Powers of Board.** The Board shall have and is vested with all powers and authorities granted by the Act, except as it may be expressly limited by law or these Bylaws, to supervise, control, direct and manage the property, affairs and activities of the District, to determine the policies of the District, to do or cause to be done any and all lawful things for and

on behalf of the District, to exercise or cause to be exercised any or all of its powers, privileges or franchises, and to seek the effectuation of its objects and purposes.

**2. Official Actions.** In accordance with Section 67.1451.8, RSMo, all official acts of the Board shall be by written resolution approved by the Board.

**3. Number of Directors; Qualifications.** The number of directors of the District to constitute the Board shall be five (5). The initial directors constituting the Board (the "Initial Directors") were set forth in the Petition, and successors to the Initial Directors (the "Successor Directors") shall be appointed by the Mayor with the consent of the City Council. The number of directors may not be increased or decreased. Each director shall: i) be at least eighteen (18) years of age, ii) an owner of real property ("Owner"), or such Owner's legally authorized representative, an owner of a business operating within the District ("Operator"), or such Operator's legally authorized representative, or a registered voter residing within the boundaries of the District ("Resident"), as provided by the Petition and the Act, and iii) 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.

**4. Commencement of Term of Office of Directors.** A director shall not be deemed to have commenced his or her term of office or to have any of the powers or responsibilities of a director until the time such director accepts the office of director either by a written acceptance or by participating in the affairs of the District at a meeting of the Board or otherwise.

**5. Length of Term of Office of Directors.** In accordance with Section 67.1451, RSMo, the length of the term of the Initial Directors is stated in the Petition, and Successor Directors shall serve for a four (4) year term or until his/her successor is appointed in accordance with these Bylaws, the Petition, and the Act. If for any reason a director is not able to serve his/her term, the remaining directors shall elect an interim director ("Interim Director") to fill the vacancy for the unexpired term.

**6. Removal for Cause.** In accordance with Section 67.1451.7, RSMo, any director may be removed for cause by a two-thirds affirmative vote of the Board (four directors). Written notice of the proposed removal shall be given to all directors prior to action thereon. 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.

**7. Resignation.** Any director may resign from the Board. Such resignation shall be in writing addressed to the Secretary of the District and shall be effective immediately or upon its acceptance by the Board as such resignation may provide. Any person appointed to the Board who is an employee of the City or an elected or appointed official of the City shall be deemed to be disqualified and shall be deemed to have resigned from the Board on the day that such person ceases to be employed by the City or ceases to be an elected or appointed official of the City, and thereafter an Interim Director shall be selected for the remaining term of such position in accordance with paragraph 8 of this Article III.



8. **Vacancy.** In accordance with Section 67.1451.4, RSMo, in the event of a vacancy on the Board prior to the expiration of a director's term, the remaining directors shall elect an Interim Director to fill the vacancy for the unexpired term. At the expiration of the remaining term of the Interim Director, a Successor Director shall be appointed as set forth in Section 3 above.

9. **Compensation of Directors.** No director shall receive compensation from the District for any service such director may render to it as a director. A director may be reimbursed for his or her actual expenses reasonably incurred in and about such director's performance of his or her duties as a director.

10. **Committees.** The Board shall have no authority to appoint an executive committee or any other committee having the authority of the Board. The Board may create and appoint such committees as it deems necessary and advisable to conduct studies and reviews and provide advice and recommendations to the Board.

#### ARTICLE IV **MEETINGS AND PROCEDURES**

1. **Procedural Rules.** All meetings and proceedings of the District shall be in accordance with Robert's Rules of Order except as otherwise directed by these Bylaws.

2. **Place.** Meetings of the Board of the District shall be held at the principal office of the District, as designated by the Board, or at any other place as may be determined from time to time by the Board.

3. **Notice of Meetings.** Meetings may be called by the Chairman, the Secretary or by a majority of the Board by written notice calling the same and given in the manner hereinafter provided. Written notice stating the time, date, place and tentative agenda of a meeting shall be delivered to each director not less than twenty four (24) hours before the time of the meeting, either personally, by mail or by facsimile. If mailed, such notice shall be deemed to be delivered three days after depositing such notice in the United States mail addressed to the director at such director's address as it appears on the records of the District, with postage thereon prepaid.

4. **Waiver of Notice.** Any notice provided or required to be given to the directors may be waived in writing by any of them whether before or after the time stated therein. Attendance of a director at any meeting shall constitute a waiver of notice of such meeting except where the director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

5. **Quorum.** The presence of a majority of the Board shall be requisite for and shall constitute a quorum for the transaction of business at all meetings. Vacant positions are not counted in determining a majority of the Board. The acts of directors, in accordance with Robert's Rules of Order, who are present at a meeting at which a quorum is present shall be valid as the act of the Board except in those specific instances in which a larger vote may be required according to Robert's Rules of Order, by law or these Bylaws.

6. **Adjournment.** Whether or not a quorum shall be present at any such meeting, the directors present shall have power to adjourn the meeting, without notice other than announcement at the meeting, to a specified date. At any such adjourned meeting at which a quorum shall be present, any business may be transacted that could have been transacted at the original session of the meeting.

7. **Voting.** Each director present at any meeting shall be entitled to cast one vote on each matter coming before such meeting for decision. If a roll call is taken, all votes shall be recorded so as to attribute each “aye” and “nay” vote, or abstinence if not voting, to the name of the respective director.

8. **Official Actions.** In accordance with Section 67.1451.8, RSMo, all official acts of the Board shall be by written resolution approved by the Board.

9. **Meeting by Conference Telephone.** Members of the Board may participate in a meeting of the Board by means of conference telephone or similar communications equipment whereby all persons participating in the meeting can hear each other, and participation in a meeting in this manner shall constitute presence in person at the meeting. Notice for such meetings shall designate a place where members of the public may hear the conference call for purposes of complying with Chapter 610 of the Revised Statutes of Missouri, as amended (the “Sunshine Law”).

10. **Compliance with State Sunshine Law.** The District is a “public governmental body” pursuant to the Sunshine Law; therefore, notwithstanding any other provision of these Bylaws and in addition to any requirements of these Bylaws, the District shall give notice of and conduct all meetings of the Board in accordance with the Sunshine Law.

## ARTICLE V OFFICERS

1. **General.** The officers of the District shall be a Chairman, an Executive Director, a Secretary, a Treasurer and such other officers as the Board may appoint. The officers shall be appointed from among the members of the Board and shall at all times while holding such offices be members of the Board. Any two or more offices may be held by the same person.

2. **Election and Terms of Office.** Initially, the officers shall be appointed by the Board named in these Bylaws at the first meeting of that body, to serve until the first annual meeting of the Board and until their successors are duly elected and qualified.

At the first and each subsequent annual meeting of the Board, the Board shall appoint officers to serve until the next annual meeting of the Board and until their successors are duly appointed and qualified.

An officer shall be deemed qualified when such officer enters upon the duties of the office to which such officer has been appointed and furnishes any bond required by the Board or



these Bylaws; but the Board may also require of such person a written acceptance and promise faithfully to discharge the duties of such office.

The term of office of each officer of the District shall terminate at the annual meeting of the Board next succeeding his or her appointment and at which any officer of the District is appointed unless the Board provides otherwise at the time of his or her appointment.

**3. Removal.** If for any reason any officer who is also a member of the Board ceases to be a member, then such officer shall be deemed automatically removed from office in the District.

**4. Compensation of Officers.** No officer who is also a member of the Board shall receive any salary or compensation from the District for any services such officer may render to it as an officer. Salaries and compensation of all other officers, agents and employees of the District, if any, may be fixed, increased or decreased by the Board, but until action is taken with respect thereto by the Board, the same may be fixed, increased or decreased by the Chairman, or such other officer or officers as may be empowered by the Board to do so; provided, however, that no person may fix, increase or decrease his or her own salary or compensation. Each officer may be reimbursed for such officer's actual expenses if they are reasonable and incurred in connection with the purposes and activities of the District.

**5. Vacancies.** Vacancies caused by the death, resignation, incapacity, removal or disqualification of an officer of the District shall be filled by the Board at any annual or other regular meeting or at any special meeting called for that purpose, and such person or persons so elected to fill any such vacancy shall serve at the pleasure of the Board until the next annual meeting of the Board, and until such officer's successor is duly elected and qualified.

**6. The Chairman.** The Chairman shall be the chief executive officer of the District, shall have such general executive powers and duties of supervision and management as are usually vested in the office of the chief executive officer of a District, and shall carry into effect all directions and resolutions of the Board. The Chairman shall preside at all meetings of the Board at which he or she may be present.

The Chairman may execute all bonds, notes, debentures, mortgages, and other contracts requiring a seal, under the seal of the District and may cause the seal to be affixed thereto, and all other instruments for and in the name of the District.

The Chairman shall have the right to attend any meeting of any committee of the Board and to express his or her opinion and make reports at such meeting; provided, however, that unless the Chairman shall be specifically appointed to any committee, the Chairman shall not be considered to be a committee member or have the right to vote or be counted for the purpose of determining a quorum at any such meeting.

The Chairman shall have such other duties, powers and authority as may be prescribed elsewhere in these Bylaws or by the Board.



7. **The Secretary.** The Secretary shall attend the meetings of the Board and shall record or cause to be recorded all votes taken and the minutes of all proceedings in the minute book of the District to be kept for that purpose. The Secretary shall perform like duties for any committee established pursuant to these Bylaws when requested by such committee to do so. The Secretary shall be the custodian of all the books, papers and records of the District and shall, at such reasonable times as may be requested, permit an inspection of such books, papers and records by any director of the District. The Secretary shall upon reasonable demand furnish a full, true and correct copy of any book, paper or record in his or her possession. The Secretary shall be the administrative and clerical officer of the District under the supervision of the Chairman and the Board.

The Secretary shall keep in safe custody the seal of the District and when authorized to do so shall affix the same to any instrument requiring the seal, and when so affixed, the Secretary shall attest the same by his or her signature.

The Secretary shall have the principal responsibility to give or cause to be given notice of the meetings of the Board, but this shall not lessen the authority of others to give such notice as provided in these Bylaws.

The Secretary shall have the general duties, powers and responsibilities of a secretary of a district and shall have such other or further duties or authority as may be prescribed elsewhere in these Bylaws or from time to time by the Board.

8. **Treasurer.** The Treasurer shall have supervision and custody of all moneys, funds and credits of the District and shall cause to be kept full and accurate accounts of the receipts and disbursements of the District in books belonging to it. The Treasurer shall keep or cause to be kept all other books of account and accounting records of the District as shall be necessary, and shall cause all moneys and credits to be deposited in the name and to the credit of the District in such accounts and depositories as may be designated by the Board. The Treasurer shall disburse or supervise the disbursement of funds of the District in accordance with the authority granted by the Board, taking proper vouchers therefor. The Treasurer shall be relieved of all responsibility for any moneys or other valuable property or the disbursement thereof committed by the Board to the custody of any other person or district, or the supervision of which is delegated by the Board to any other officer, agent or employee.

The Treasurer shall render to the Chairman or the Board, whenever requested by them, an account of all transactions as Treasurer and of those under the Treasurer's jurisdiction and the financial condition of the District.

The Treasurer shall have the general duties, powers and responsibilities of a treasurer of a district, shall be the chief financial and accounting officer of the District and shall have and perform such other duties, responsibilities and authorities as may be prescribed from time to time by the Board.

9. **The Executive Director.** The Executive Director shall execute documents, take any action and perform any further duties as may be prescribed from time to time by the Board.

**10. Other Agents.** The Board from time to time may also appoint such other agents for the District as it shall deem necessary or advisable, each of whom shall serve at the pleasure of the Board or for such period as the Board may specify, and shall exercise such powers, have such titles and perform such duties as shall be determined from time to time by the Board or by an officer empowered by the Board to make such determinations.

**11. Duties of Officers May Be Delegated.** If any officer of the District be absent or unable to act, or for any other reason that the Board may deem sufficient, the Board may delegate, for the time being, some or all of the functions, duties, powers and responsibilities of any officer to any other officer, or to any other agent or employee of the District or other responsible person, provided a majority of the whole Board concurs therein.

## ARTICLE VI GENERAL PROVISIONS

**1. Contracts.** The Board may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the District. All contracts shall be approved by written resolution of the Board.

**2. Depositories and Checks.** The moneys of the District shall be deposited in such manner as the Board shall direct in such banks or trust companies as the Board may designate and shall be drawn out by checks or drafts signed in such manner as may be provided by resolution adopted by the Board.

**3. Bonds.** The Board may require that any officer or employee handling money of the District be bonded at the District's expense, in such amounts as may be determined by the Board.

**4. Custodian of Securities.** The Board may from time to time appoint one or more banks or trust companies to act for reasonable compensation as custodian of all securities and other valuables owned by the District, and to exercise in respect thereof such powers as may be conferred by resolution of the Board. The Board may remove any such custodian at any time.

**5. Fiscal Year.** The District's fiscal year shall begin on July 1 of each year and end on June 30 of the following year.

**6. Certain Loans Prohibited.** The District shall not make any loan to any officer or director of the District. No loans shall be contracted on behalf of the District and no evidence of any financial obligation shall be issued in its name unless authorized by resolutions of the Board of the District.

**7. Indemnification and Liability of Directors and Officers.** Each person who is or was a director or officer of the District (including the heirs, executors, administrators and estate of such person) shall be indemnified by the District as of right to the full extent permitted or authorized by the laws of Missouri, as now in effect and as hereafter amended, against any



liability, judgment, fine, amount paid in settlement, cost and expense (including attorneys' fees) asserted or threatened against or incurred by such person in such person's capacity as or arising out of such person's status as a director or officer of the District. The indemnification provided by this Bylaw provision shall not be exclusive of any other rights to which those indemnified may be entitled under any other bylaw provision or under any agreement, vote of disinterested directors or otherwise, and shall not limit in any way any right which the District may have to make different or further indemnifications with respect to the same or different persons or classes of persons.

No person shall be liable to the District for any loss, damage, liability or expense suffered by it on account of any action taken or omitted to be taken by such person as a director or officer of the District if such person (i) exercised the same degree of care and skill as a prudent person would have exercised under the circumstances in the conduct of his or her own affairs, or (ii) took or omitted to take such action in reliance upon advice of counsel for the District, or upon statements made or information furnished by directors, officers, employees or agents of the District which such person had no reasonable grounds to disbelieve.

**8. Absence of Personal Liability.** The directors and officers of the District are not individually or personally liable for the debts, liabilities or obligations of the District.

**9. Budgets.** The District will annually prepare a budget for the upcoming fiscal year and submit it to the City between January 2 and April 2. The budget shall set forth the expected expenditures, revenues, and rates of taxes for the following fiscal year. The City Council, in its discretion, may review and comment on the submitted budget, and if comments are given, the comments must be submitted to the District no later than May 2. At the District's annual meeting, which is to be held no later than June 1, the District must adopt a budget for the next fiscal year.

**10. Annual Report.** No later than October 29, the District must also submit a report to the City Clerk and the Missouri Department of Economic Development stating the services provided by the District, revenues collected and expenditures made by the District during the previous fiscal year, along with copies of all resolutions approved by the Board during such fiscal year.


## **ARTICLE VII** **AMENDMENTS**

The Board of the District shall have the power to make, alter, amend and repeal the Bylaws of the District and to adopt new Bylaws, which power may be exercised by a vote of a majority of the members of the full Board. The District shall keep at its principal office a copy of the Bylaws, as amended, which shall be open to inspection by any member of the Board at all reasonable times during office hours.



**CERTIFICATE TO BYLAWS**

The foregoing Bylaws were duly adopted as and for the Bylaws of the Cedar Creek Community Improvement District by the Board of said District at its meeting held on \_\_\_\_\_, 2020.



\_\_\_\_\_  
Executive Director of the District



\_\_\_\_\_  
Secretary of the District