

**SOUTHSIDE PLAZA
COMMUNITY IMPROVEMENT DISTRICT**

PETITION TO AMEND THE PETITION TO
ESTABLISH THE SOUTHSIDE PLAZA
COMMUNITY IMPROVEMENT DISTRICT

1ST Council District

LEE'S SUMMIT, JACKSON COUNTY, MISSOURI

July __, 2021

TABLE OF CONTENTS

I.	DESCRIPTION OF THE DISTRICT	1
A.	Creation and Establishment of the District	1
B.	Name of the District	1
C.	Legal Description	1
D.	Boundary Map	1
II.	PETITIONERS	1
III.	FIVE YEAR PLAN.....	2
A.	Purposes of the District	2
B.	Eligible Services	2
C.	Budget	2
IV.	GOVERNANCE OF THE DISTRICT	2
A.	Type of District.....	2
B.	Board of Directors.....	2
V.	ASSESSED VALUE	3
VI.	REAL PROPERTY TAXES	3
VII.	SPECIAL ASSESSMENTS.....	3
VIII.	SALES TAXES.....	3
IX.	BLIGHT DETERMINATION.....	3
X.	LIFE OF DISTRICT	4
XI.	REQUEST TO ESTABLISH DISTRICT.....	4
XII.	NOTICE TO PETITIONERS.....	4
XIII.	SEVERABILITY	4

EXHIBITS

EXHIBIT A: PETITION TO ESTABLISH THE SOUTHSIDE PLAZA COMMUNITY
IMPROVEMENT DISTRICT

EXHIBIT B: ORDINANCE NO. 8894 ESTABLISHING THE SOUTHSIDE PLAZA
COMMUNITY IMPROVEMENT DISTRICT

EXHIBIT C: DISTRICT LEGAL DESCRIPTION

EXHIBIT D: DISTRICT BOUNDARY MAP

EXHIBIT E: SPECIAL ASSESSMENT PETITION

PETITION TO ESTABLISH SOUTHSIDE PLAZA COMMUNITY IMPROVEMENT DISTRICT

Petitioners, by this Petition to Amend the Petition to Establish the Southside Plaza Community Improvement District (this “Amended Petition”), request that the City Council (the “City Council”) of the City of Lee’s Summit, Missouri, adopt an ordinance amending the Petition to Establish the Southside Plaza Community Improvement District (the “District”), approved by Ordinance No. 8894 (the “Ordinance”). A copy of the Petition is attached hereto for reference as Exhibit A.

I. DESCRIPTION OF THE DISTRICT

A. Creation and Establishment of the District

The District was created and established, pursuant to the terms set forth in the Petition and in accordance with the Missouri’s Community Improvement District Act, Sections 67.1401 to 67.1571 of the Revised Statutes of Missouri, as amended (the “Act”), by the City Council’s adoption of the Ordinance on or about June 9, 2020. The District has, thereafter, continued in lawful existence and operation, without interruption, and the Petition has not been previously amended or modified. A copy of the Ordinance is attached hereto as Exhibit B and incorporated herein by this reference.

B. Name of the District

The name of the District is the Southside Plaza Community Improvement District and shall remain unchanged upon amendment by this Amended Petition.

C. Legal Description

The District includes all of the real property (the “District Land”) legally described on Exhibit C (“District Legal Description”) and shall remain unchanged upon amendment by this Amended Petition.

D. Boundary Map

A map graphically portraying the boundaries of the District is attached as Exhibit D (“District Boundary Map”) and shall remain unchanged upon amendment by this Amended Petition.

II. PETITIONERS

Petitioners represent:

- (a) more than fifty percent (50%) per capita of all owners of the District Land;
and

- (b) property owners collectively owning more than fifty percent (50%) by assessed value of the District Land.

III. FIVE YEAR PLAN

A. Purposes of the District

The purposes of the District shall remain unchanged upon adoption of this Amended Petition.

B. Eligible Services

The Eligible Services of the District shall remain unchanged upon adoption of this Amended Petition.

C. Budget

The budget of the District as set forth in the Petition shall remain unchanged upon adoption of this Amended Petition.

IV. GOVERNANCE OF THE DISTRICT

A. Type of District

The District shall remain a political subdivision of the State of Missouri and shall continue to have all of the powers granted to and/or exercisable by a community improvement district according to the Act except to the extent its powers are expressly limited by the Petition or this Amended Petition.

B. Board of Directors

1. Number

The number of members on the District's Board of Directors (the "Board") as set forth in the Petition shall remain unchanged upon adoption of this Amended Petition.

2. Qualifications

The qualifications for members of the five (5) member District's Board of Directors shall continue as set out in the Petition and shall remain unchanged upon adoption of this Amended Petition.

3. Board Representation

The board representation requirements as set forth in the Petition shall remain unchanged upon adoption of this Amended Petition.

4. Terms

The “terms” of office of members of the Board of Directors shall remain unchanged upon adoption of this Amended Petition.

5. Successor Directors

Successor directors shall continue to be selected and serve as provided for in the Petition and shall remain unchanged upon adoption of this Amended Petition.

V. ASSESSED VALUE

The total assessed value of all of the real property within the District is \$1,092,160.00.

VI. REAL PROPERTY TAXES

The District shall have no power to levy a real estate tax and shall remain unchanged upon adoption of this Amended Petition.

VII. SPECIAL ASSESSMENTS

The District is authorized to impose special assessments. The maximum rate of special assessment and the method of assessment that may be proposed by petition are set out in the special assessment petition attached hereto as Exhibit E (the “Special Assessment Petition”). By execution of this Amended Petition, the Petitioners have executed the Special Assessment Petition, authorized the Special Assessment Petition to be filed with the District as set forth below, and authorized the special assessment set out in the Special Assessment Petition.

Upon the City Council’s adoption of an ordinance amending the Petition according to the Act and as provided herein, the Petitioners shall be deemed to have presented the Special Assessment Petition to the Board for its approval.

Each calendar year, the Board shall establish the rate of the special assessment and shall levy the special assessment for that calendar year against all real property within the District. The Board shall notify the county assessor of Jackson County, Missouri, of the special assessment rate; provided, however, that the rate of special assessment shall not exceed the maximum rate set out in the Special Assessment Petition.

VIII. SALES TAXES

The District, pursuant to its Resolution 2020-05, approved by eligible voters by mail-in ballot on June 29, 2020, imposed a sales tax in the amount of one percent (1.0%), which shall remain unchanged upon adoption of this Amended Petition.

IX. BLIGHT DETERMINATION

This Amended Petition does seek a determination that all or a portion of the District Land is a blighted area pursuant to Section 67.1401(3) of the Act. The District Land should be

determined to be a blighted area pursuant to Section 67.1401.2(3)(b) because the District Land was determined to be blighted pursuant to the Ordinance.

X. LIFE OF DISTRICT

The District will continue to exist and function until the earlier of (i) satisfaction of the CID Debt (as defined in the Petition) or (ii) twenty-seven (27) years from the date that the District Sales Tax commences to be collected within the District and shall remain unchanged upon adoption of this Amended Petition. The Owners within the District shall have the right to petition the City Council to terminate the District at any time in accordance with the Act.

XI. REQUEST TO ESTABLISH DISTRICT

By execution and submission of this Amended Petition, Petitioner requests that the City Council hold a public hearing in accordance with Section 67.1421 of the Act and adopt an ordinance to establish the District as set out in this Amended Petition and in accordance with the Act and this Amended Petition.

By execution and submission of this Amended Petition, Petitioner requests that the City Council amend the District as set out in this Amended Petition.

The signature pages, attached hereto, are incorporated by reference as though fully set forth herein.

XII. NOTICE TO PETITIONERS

The signatures of Petitioners signing this Amended Petition may not be withdrawn later than seven (7) days after this Amended Petition is filed with the City Clerk. Any owner exempt from taxation that elects to sign this petition in support of the creation of the District will not be obligated to pay the assessment rate stated in this Amended Petition.

XIII. SEVERABILITY

If any provision of the Petition or this Amended Petition shall be held or determined to be invalid, inoperative or unenforceable, such invalidity, inoperability or unenforceability will not affect the validity of any other part, term or provision of the Petition or this Amended Petition and the Petition or this Amended Petition will be construed as if the part, term, or provision was never part of the Petition or this Amended Petition.

EXHIBIT A

**PETITION TO ESTABLISH THE SOUTHSIDE PLAZA COMMUNITY
IMPROVEMENT DISTRICT**

[Insert CID Petition]

SOUTHSIDE PLAZA COMMUNITY IMPROVEMENT DISTRICT

PETITION TO ESTABLISH
THE DISTRICT

1ST Council District

LEE'S SUMMIT, JACKSON COUNTY, MISSOURI

March 5, 2020

CITY OF LEE'S SUMMIT, MO
RECEIVED IN THE OFFICE OF
THE CITY CLERK

DATE: 3-12-2020

TIME: 10:00 am

INITIALS: TEA



TABLE OF CONTENTS

I.	DESCRIPTION OF THE DISTRICT	1
A.	Name of District	1
B.	Legal Description	1
C.	Boundary Map	1
II.	PETITIONERS	1
III.	FIVE YEAR PLAN.....	1
A.	Purposes of the District	1
B.	Services.....	2
C.	Budget	2
IV.	GOVERNANCE OF THE DISTRICT	3
A.	Type of District.....	3
B.	Board of Directors.....	3
V.	ASSESSED VALUE.....	5
VI.	REAL PROPERTY TAXES	5
VII.	SPECIAL ASSESSMENTS	5
VIII.	SALES TAXES.....	5
IX.	BLIGHT DETERMINATION.....	5
X.	LIFE OF DISTRICT	6
XI.	REQUEST TO ESTABLISH DISTRICT.....	6
XII.	NOTICE TO PETITIONERS.....	6
XIII.	SEVERABILITY	6

EXHIBITS

EXHIBIT A: DISTRICT LEGAL DESCRIPTION

EXHIBIT B: DISTRICT BOUNDARY MAP

EXHIBIT C: ESTIMATED COST OF THE ELIGIBLE SERVICES

EXHIBIT E: BLIGHT STUDY REPORT

PETITION TO ESTABLISH SOUTHSIDE PLAZA COMMUNITY IMPROVEMENT DISTRICT

This petition ("Petition") is submitted in accordance with the Community Improvement District Act, Sections 67.1401 to 67.1571, Revised Statutes of Missouri, as amended (the "Act"), by those persons and entities whose signatures appear below (the "Petitioners"), who request that the City Council (the "City Council") of the City of Lee's Summit, Missouri, establish a community improvement district (the "District") in the City of Lee's Summit, Jackson County, Missouri, (the "City") in accordance with this Petition.

I. DESCRIPTION OF THE DISTRICT

A. Name of District

The name of the District shall be Southside Plaza Community Improvement District.

B. Legal Description

The District includes all of the real property (the "District Land") legally described on Exhibit A ("District Legal Description") annexed to and made an integral part of this Petition.

C. Boundary Map

A map graphically portraying the boundaries of the District is annexed to and made an integral part of this Petition as Exhibit B ("District Boundary Map").

II. PETITIONERS

Petitioners represent:

- (a) more than fifty percent (50%) per capita of all owners of the District Land; and
- (b) property owners collectively owning more than fifty percent (50%) by assessed value of the District Land.

III. FIVE YEAR PLAN

A. Purposes of the District

1. The purposes of the District are to:

- (a) provide or cause to be provided for the benefit of the District, certain services (the "Eligible Services") described in Paragraph B of this Article;
- (b) issue obligations ("CID Debt") to finance the costs of the Eligible Services, costs of issuance, capitalized interest, a debt service reserve fund

related to the issuance of the CID Debt, and other costs incurred by the District to carry out its purposes; and

- (c) authorize and collect a sales and use tax.

The District's purposes shall be implemented according to the provisions of Section 67.1461 ("Powers of the District") of the Act.

2. The District will serve as an economic development tool that allows landowners in the District to:

- (a) plan Eligible Services and fund the Public Improvements which are deemed by the District to be necessary and desirable for the economic viability of the District;
- (b) implement the Eligible Services and the Public Improvements; and
- (c) share the costs incurred by the District through a sales and use tax imposed and collected in accordance with this Petition and the Act.

B. Eligible Services

1. The Eligible Services are:

- (b) employing and/or contracting for personnel and services necessary to improve safety and assistance to patrons within the District;
- (c) providing maintenance, repair, and renovation of public areas within the District;
- (d) providing site improvement and transportation-related improvements within the District consisting of (i) new façade for the existing shopping center, (ii) resurfacing and restriping existing parking lot, (iii) retaining wall improvements - tiebacks, (iv) roof replacement, (v) HVAC Updates, (vi) drainage improvements, (vii) repair/replace garage doors, and (viii) concrete work.

The Eligible Services which shall initially be funded by the District during the first five years of the District shall be set forth in a cooperative agreement between the City and the District. The cooperative agreement shall further provide for a process by which additional Eligible Services may be funded by the District in the future upon written approval by the City.

C. Budget

The commencement of the Eligible Services and the implementation of the sales and use tax are expected to occur within the first year of the District's existence.

The estimated initial costs of the Eligible Services are shown on Exhibit C ("Estimated Cost of Eligible Services") annexed to and made an integral part of this Petition.

IV. GOVERNANCE OF THE DISTRICT

A. Type of District

The District shall be a separate political subdivision of the State of Missouri and shall have all of the powers granted to and/or exercisable by a community improvement district according to the Act and this Petition.

B. Board of Directors

1. Number

The District shall be governed by a Board of Directors (the "Board") consisting of five (5) directors.

2. Qualifications

Each Director shall meet the following requirements:

- (a) be at least 18 years of age;
- (b) be and must declare to be either an owner of real property ("Owner") within the District, an owner of a business operating within the District ("Operator"), or a registered voter residing within the District ("Resident"), as provided in the Act, or a person designated to represent an Owner or Operator; and
- (c) 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.

3. Initial Directors

The initial Directors to serve on the Board and their respective terms shall be:

NAME	TERM	Classification
Chadwick Sneed	4 Years	Owner Representative
Andrew Brain	4 Years	Owner Representative
Ralph Edward Taylor	4 Years	Owner Representative
Bruce Garner	2 Years	Owner Representative
_____	2 Years	City Representative

Classifications – One Director shall at all times 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 CID Act, but who shall be a person designated by the City to represent the City in Board proceedings. In addition, so long as Brain Dev 3, LLC owns any interest in real property within the District, at least four of the five directors shall be legally authorized representatives of Brain Dev 3, LLC.

4. Terms

- (a) The initial Directors named above shall serve for the terms set out opposite their names or until their successor is appointed in accordance with this Petition and their successors shall serve for four-year terms or until their successor is appointed in accordance with this Petition.
- (b) In the event for any reason a Director is not able to serve his or her full term (“Exiting Director”), any vacancy to the Board shall be filled by appointment of a Director (“Interim Director”) by a majority vote of the Board. Any Interim Director shall be of the same Classification as the Exiting Director, unless otherwise stated in the bylaws adopted by the Board upon formation of the District, as they may be amended from time to time. All other Directors shall be appointed in the same manner as Successor Directors, as described below.

5. Successor Directors

- (a) Successor Directors, whether to serve a new term or to fill a vacancy on the Board not filled by an Interim Director, shall be appointed by the Mayor of the City with the consent of the City Council. The Board of Directors may propose a slate of names for Successor Directors, which shall serve as a non-binding recommendation to the Mayor for the appointment of Successor Directors. The slate of recommended names shall be accompanied by a summary of background and biographical information about each recommended person, including an explanation of each person’s connections with the Owners, Operators, properties or businesses in the CID area. Upon receipt of an initial slate of names that are recommended by the Board for the appointment of Successor Directors, if the Mayor chooses not to appoint any of such persons to the Board this decision shall be communicated to the Board and the Board shall have ten days to recommend a new slate of names for the appointments by the Mayor.
- (b) The Board shall recommend the slate as follows:

- (i) individuals meeting the qualifications set out in this Petition must be nominated by two sitting Directors;
- (ii) the Directors shall then vote for a slate of nominees who shall consist of the number needed to fill vacancies and the seats of expiring terms; and
- (iii) the slate shall consist of the nominees classified so that the Board will meet the Classification requirements set out in Section 2 of this Article.

V. ASSESSED VALUE

The total assessed value of all of the real property within the District is \$1,247,456. The official total assessed valuation for the District may change by the time the District is created.

VI. REAL PROPERTY TAXES

The District shall have no power to levy a real estate tax.

VII. SPECIAL ASSESSMENTS

The District shall have no power to impose special assessments.

VIII. SALES TAXES

The District may by Resolution impose a sales and use tax, not to exceed one percent (1.00%) (the "District Sales Tax") upon all eligible retail sales within the District.

IX. BLIGHT DETERMINATION

Petitioners seek a finding of blight under this Petition. A Blight Study Report, prepared by third-party consultant Development Initiatives, addressed compliance with the factors for a finding of blight as stated in the CID Act and is included with this Petition as Exhibit D. As is explained in detail in the Blight Study Report, the following factors were identified within the District:

Factors	Present	Retard the provision of housing accommodation	Constitute an Economic or social liability	Menace to the public health, safety, morals or welfare
Defective or inadequate street	NO			

layout,				
Insanitary or unsafe conditions,	YES		X	
Deterioration of site improvements,	YES		X	
Improper subdivision or obsolete platting,	NO			
Conditions which endanger life or property by fire and other causes.	NO			

X. LIFE OF DISTRICT

The District will continue to exist and function until the earlier of (i) satisfaction of the CID Debt or (ii) twenty-seven (27) years from the date that the District Sales Tax commences to be collected within the District. The Owners within the District shall have the right to petition the City Council to terminate the District at any time in accordance with the Act.

XI. REQUEST TO ESTABLISH DISTRICT

By execution and submission of this Petition, the Petitioners request that the City Council establish the District as set out in this Petition.

XII. NOTICE TO PETITIONERS

The signatures of Petitioners signing this Petition may not be withdrawn later than seven (7) days after this Petition is filed with the City Clerk. Any owner exempt from taxation that elects to sign this petition in support of the creation of the District will not be obligated to pay the assessment rate stated in this Petition.

XIII. 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.

EXHIBIT A
DISTRICT LEGAL DESCRIPTION

A tract of land, all in parts of the North half of Section 7, Township 47 North, Range 31 West, Jackson County, Missouri, being more particularly described as follows:

Beginning at the Southwesterly corner of parcel JA61-420-02-38-00-0-00-000 (this and all subsequent parcel numbers referenced herein are based on the parcel identification numbers used by the Jackson County, Missouri Assessment Department), also being a point located on the Northerly right of way line of SW Blue Parkway, as now established, the POINT OF BEGINNING; thence Northerly along the Westerly line of said parcel to the Northwesterly corner thereof; thence Easterly along the Northerly line of parcel JA61-420-02-38-00-0-00-000 to the intersection of the Northerly and Easterly line of said parcel; thence Southerly along the Easterly line of said parcel to the intersection of the Easterly and Northerly line of said parcel; thence Easterly along the Northerly line of said parcel to the Northeasterly corner thereof, also being a point located on the Westerly right of way line of SW Nichols Street, as now established; thence Southerly along the Easterly line of parcels JA61-420-02-38-00-0-00-000 and JA61-420-02-15-00-0-00-000 to the Southeasterly corner of parcel JA61-420-02-15-00-0-00-000, also being a point located on the Northerly right of way line of SW Blue Parkway; thence Northwesterly along the Southerly line of parcel JA61-420-02-15-00-0-00-000 to the Southwesterly corner thereof; thence Northerly along the Westerly line of said parcel to the Northwesterly corner thereof, also being a point located on the Southerly line of parcel JA61-420-02-38-00-0-00-000; thence Westerly along the Southerly line of parcel JA61-420-02-38-00-0-00-000 to the intersection of the Southerly and Easterly line of said parcel; thence Southerly along the Easterly line of parcel JA61-420-02-38-00-0-00-000 to the Southeasterly corner thereof, also being a point located on the Northerly right of way line of SW Blue Parkway; thence Northwesterly along the Southerly line of parcel JA61-420-02-38-00-0-00-000 to the Southwesterly corner of said parcel, the POINT OF BEGINNING.

EXHIBIT B

DISTRICT BOUNDARY MAP

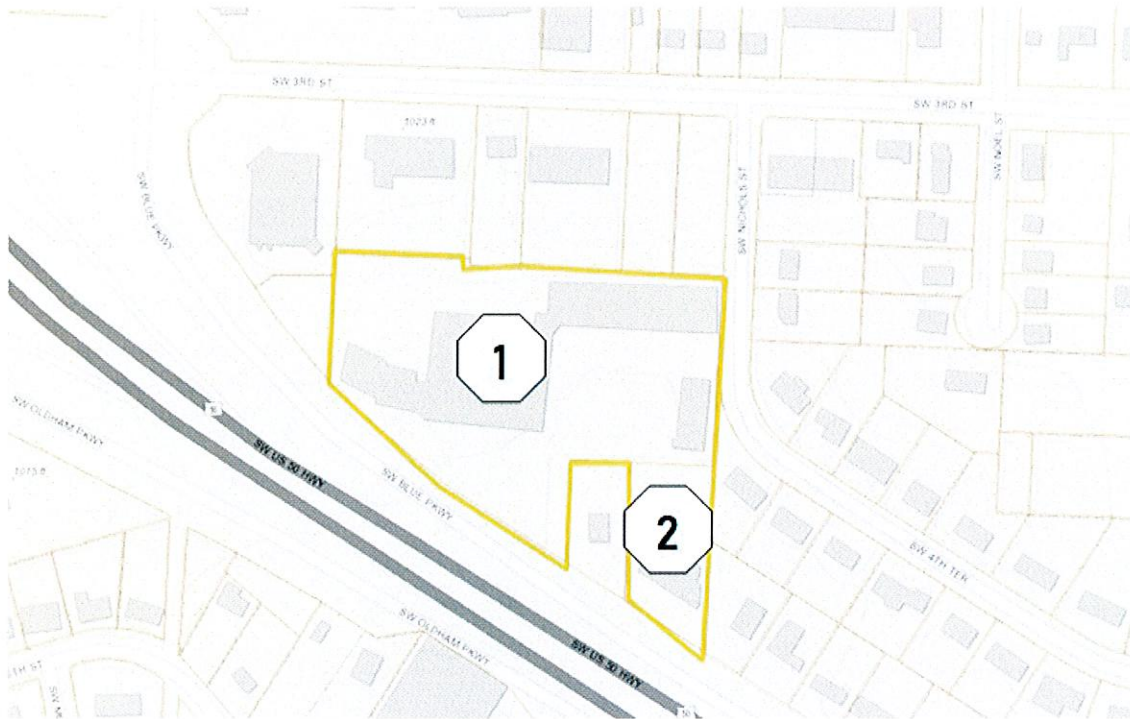


EXHIBIT C
ESTIMATED COST OF THE ELIGIBLE SERVICES

Estimated First-Year Budget

Expenses:

Façade Improvements	\$ 1,047,570.00
Administration	\$ 6,500.00
Initial One Time Set-Up	<u>\$ 40,000.00</u>
Total:	<u>\$ 1,094,070.00</u>

Income:

Sales Tax	\$ 80,000.00
CID Debt	<u>\$ 1,014,070.00</u>
Total:	<u><u>\$ 1,094,070.00</u></u>

EXHIBIT D
BLIGHT STUDY REPORT

DEVELOPMENT  INITIATIVES

Blight Analysis

Southside Plaza

Community Improvement District

Lee's Summit, Missouri

Prepared for:

BRAIN DEV 3 LLC

300 E 39TH ST

KANSAS CITY MO 64111

Prepared By:

Development Initiatives

4501 Fairmount Avenue

Kansas City, Missouri 64111

Report Date:

September 30, 2019

TABLE OF CONTENTS

	Letter of Transmittal
Section I:	Introduction
	Purpose of the Study
	Effective Date
	Methodology
	Definitions
	Contributing Legal Findings
Section II:	Property Data
	Area Description
	City Planning
	Site Description
	Ownership
	Improvements Description
	Assessed Valuation
	Zoning
	Utilities
	Environmental and Flood Zone
Section III:	Determination of Conditions- "CID"
	1. Defective or Inadequate Street Layout
	2. Insanitary or Unsafe Conditions
	3. Deterioration of Site Improvements
	4. Improper Subdivision or Obsolete Platting
	5. Endangerment of Life or Property by Fire and Other Causes
	Conclusion of Blight
Exhibits:	
	Exhibit A: Ownership Information
	Exhibit B: Property Inspection Sheet
	Exhibit C: Photo Log
	Exhibit D: Certification
	Exhibit E: Consultant Qualifications

Copyright Statement

This document was prepared for the intended use of Brain Dev 3 LLC and the City of Lee's Summit, Missouri for its redevelopment of certain real estate properties referenced within the report.

With the exception of the unlimited use by Brain Dev 3 LLC and the City of Lee's Summit, Missouri, no part of this document may be reproduced, duplicated, or transmitted by mechanical, digital or other means without permission in writing from Development Initiatives, Incorporated. Development Initiatives, retains all copyrights to the material located within this document and the material located herein is subjected to the U.S. Copyright Law found in the United States Code, Title 17, Chapter 1-13.

Limiting Conditions

The reported analyses, opinions, and conclusions contained herein are limited only by the reported assumptions and limiting conditions, and is Development Initiatives' unbiased professional analyses, opinions, and conclusions.

Information provided and utilized by various secondary sources is assumed to be accurate. Development Initiatives cannot guarantee information obtained from secondary sources. Such information and the results of its application within this analysis are subject to change without notice.

The nature of real estate development is unpredictable and often tumultuous. The natural course of property development is difficult to predict and forecast. Development Initiatives deems our projections as reasonable considering the existing market and various obtained information. It should be understood that fluctuations in local, regional and/or national economies could have substantial effects on the particular findings and recommendations contained within this document.

September 30, 2019

BRAIN DEV 3 LLC
300 E 39th Street
Kansas City Missouri, 64111

Subject: CID Blight Study – Southside PlazaCID, Lee’s Summit, Missouri

Dear Sirs/Madam:

We are pleased to transmit the attached Blight Study Report that has been prepared for the above referenced property. The purpose of this Report is to determine whether the subject property is blighted, as defined by the following sections of the Revised Statutes of Missouri:

- Section 67.1401.2 (3)(a)

This analysis represents an accumulation of our findings based on research and investigations performed as of the report’s effective date, September 30, 2019. The attached report sets forth the data, research, investigations, analyses, and conclusions for this report.

The subject Development Area is composed of two (2) parcels of land containing approximately five point three three six (5.336) acres. Presently, the Development Area is improved with commercial/retail uses and surface parking. It appears that there is a high level of vacancy, of 33% within the retail center, compared to the 2019 Retail survey of Southeast Jackson County of small retail shops of vacancy rate of 3.4%.

For the purposes of this analysis we have referred to the subject project and property as either the “Development Area”, “Planning Area” or the “District”. For the purposes of this analysis, all terms are interchangeable and refer to the subject property and the proposed redevelopment area.

As determined in the following analysis, it is our opinion that the subject property represents a “blighted area” as defined by Section 67.1401.2 (3)(a) of the Revised Statutes of Missouri. We have reached this opinion concluded these facts based on the current condition of the Development Area, existing conditions of improvements located within the Development Area, the current condition of the building infrastructure.

Factors	Present	Retard the provision of housing accommodation	Constitute an Economic or social liability	Menace to the public health, safety, morals or welfare
Defective or inadequate street layout,	NO			
Insanitary or unsafe conditions,	YES		X	
Deterioration of site improvements,	YES		X	
Improper subdivision or obsolete platting,	NO			
Conditions which endanger life or property by fire and other causes.	NO			

Table 1 - CID Blight Summary.

In our opinion, as it presently exists, the Development Area, taken as a whole, meets the statutory definition of a "blighted area". Furthermore, it is our opinion that the Redevelopment Area represents a "blighted area" defined by the definition in 67.1401.2 (3)(a) of the Revised Statutes of Missouri. Please feel free to contact us if you have any questions or comments.

Sincerely,



Chris Sally, CCIM



James Potter, AICP, LEED GA
Development Initiatives

Section I: Introduction

The purpose of this analysis is to investigate and determine whether blighting conditions exist at the subject property according to Section 67.1401.2 (3)(a) of the Revised Statutes of Missouri (R.S.Mo.). Development Initiatives was retained to perform this blight analysis in order to determine if the subject area is qualified as blighted for consideration under the proposed Community Improvement District (CID) plan.

Effective Date of Report

The effective date of this blight study is September 30, 2019. Unless otherwise stated, all factors pertinent to a determination of blight were considered as of that date.

Methodology

Development Initiatives has analyzed the Development Area to determine if such area contains factors that support a finding that the Development Area is blighted under R.S.Mo Section 67.1401.2 (3)(a).

This Blight Study includes a detailed field survey of site and building improvements. Field surveys were conducted to document the existing physical conditions.

Our analysis also includes data research, local stakeholder interviews and internal research. Data for this analysis was also gathered from the Google Earth and Jackson County, Missouri. Pertinent Geographic Information Systems (GIS) data was obtained through the City of Lee's Summit MO and the Jackson County Assessor's Office.

Definitions:

For the purposes of this analysis we have referred to the subject property as the “Development Area”. In addition, examples of blighting factors are documented in this report under Section III (CID Analysis).

In determining whether the defined subject area is “blighted”, we first must define the term “blighted area”. For the purposes of this study, we analyzed the Development Area with respect to the definitions contained in R.S.Mo Section 67.1401.2 (3)(a).

The following definition relates to the CID Analysis:

R.S.Mo Section 67.1401.2 (3)(a) provides that “blighted area” means:

“Blighted Area,” an area which, by reason of the predominance of defective or inadequate street layout, unsanitary or unsafe conditions, deterioration of site improvements, improper subdivision or obsolete platting, or the existence of conditions which endanger life or property by fire and other causes, or any combination of such factors, retards the provision of housing accommodations or constitutes an economic or social liability or a menace to the public health, safety, morals, or welfare in its present condition and use;

This is a two part test, and analysis requires a finding that the District is occasioned by the predominance of the following factors:

- Factor 1: Defective or inadequate street layout,
- Factor 2: Unsanitary or unsafe conditions,
- Factor 3: Deterioration of site improvements,
- Factor 4: Improper subdivision or obsolete platting,
- Factor 5: The existence of conditions which endanger life or property by fire and other causes.

The second part of the “two part test”, requires that the above factors or combination of the above factors within the District:

- Retards the provision of housing accommodations,
- Constitute an economic or social liability,
- Constitute a menace to the public health, safety, morals or welfare in its present condition and use.

Contributing Legal Findings

There have been numerous court cases which provide additional direction in the consideration of blight. The following are several cases which have impacted the definition of "blight".

Schweig v. City of St. Louis, 569 S.W. 2d.215 (Mo.App. STL District, Division Three, 1978) held that just because an improved property is well maintained, it does not mean that the property cannot be declared to be blighted by the local municipality.

"Blight need not exist on every single parcel. *State ex rel. U.S. Steel v. Koehr*, 811 S.W.2d 385 (Mo. banc 1991); *State ex rel. Atkinson v. Planned Indus. Expansion Auth. of St. Louis*, 517 S.W.2d 36, 47-48 (Mo. banc 1975); *Schweig v. City of St. Louis*, 569 S.W.2d 215 (Mo. App. 1978). In *Parking Systems, Inc. v. Kansas City Downtown Redevelopment Corp.*, 518 S.W.2d 11 (Mo. 1974), the Supreme Court approved a declaration of blight on ground that was 49% vacant, 4% parking, and where 82% of the improved portion was not deteriorated. A blighted area may include parcels not blighted if inclusion is necessary to assemble a tract of sufficient size to attract developers. *Tierney v. Planned Indus. Expansion Authority of Kansas City*, 742 S.W.2d 146 (Mo. banc 1978). Existing area may be expanded to include non-blighted parcels. *Id.* Streets and parking lots may contribute to blight. *Id.*; see also *Schweig*, *supra*; *State ex rel. U.S. Steel v. Koehr*, 811 S.W.2d 385 (Mo. banc 1991).

Allright Properties, Inc. v. Tax Increment Financing Commission of Kansas City, 240 S.W.3d 777 (Mo.App. W.D. 2007) held that while the condemning authority is required to "consider" individually each parcel, it is not obligated to find each parcel to be blighted, and that "preponderance" means that the total square footage of blighted property is greater than the square footage of the area not blighted. The court also held that the statute does not prevent the condemning authority from using a blight study that is older than five years, but is prohibited from commencing a condemnation action later than five years from the date of the ordinance finding blight."¹

¹ See Missouri Economic Development Law; White, Michael.

Section II: Property Data

Area Description

Lee's Summit is a city located within the counties of Jackson (primarily) and Cass in the U.S. state of Missouri. As of the 2010 census its population was about 91,364, making it the sixth-largest city in both the state and in the Kansas City Metropolitan Area.



Figure 1 - Location Map, site location identified. (Courtesy Google Maps).

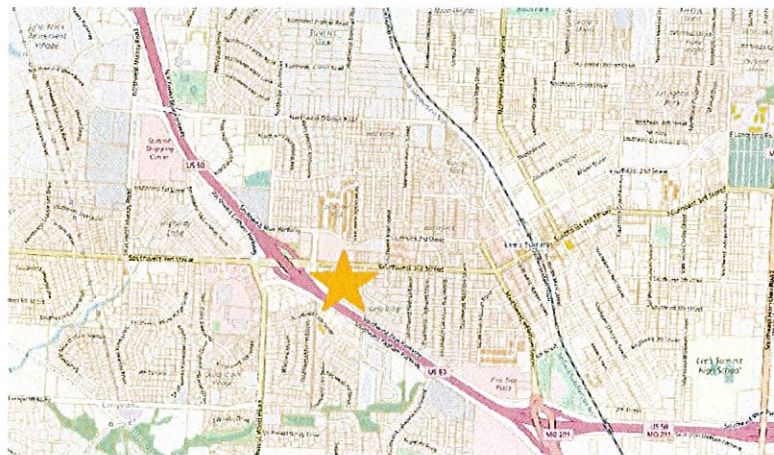


Figure 2 - Location Map, site location identified. (Courtesy Google Maps).

Site Description

The subject property is a retail center, Southside Plaza is located to the north of Southwest Blue Parkway in Lee's Summit, Missouri. The subject location is approximately one mile from Lee's Summit City Hall and two miles from Summit Woods Crossing. The Development Area contains two (2) property parcels totalling 5.33 acres. An aerial view of the Development Area and surrounding properties is shown in the following Figures 3 & 4.



Figure 3 - Aerial Map (Courtesy Google Maps).



Figure 4 – Development Area Boundary Aerial.

Ownership

According to the Jackson County Assessor's Office, there are currently two (2) property parcels within the boundaries of the proposed Development Area. Parcel #1 has twenty addresses and Parcel #2 has three addresses shown on record below. Ownership of the area is currently vested within one (1) ownership entity. Ownership information and legal description can also be found in Exhibit A.

Ownership

Parcel #	County Parcel #	Primary Address	Ownership	Acres
1	61-420-02-38-00-0-00-000	400 SW NICHOLS ST	BRAIN DEV 3 LLC	4.58
2	61-420-02-15-00-0-00-000	712 SW BLUE PKWY	BRAIN DEV 3 LLC	0.75
Total				5.33

Parcel 1- Address Listing

400 SW NICHOLS ST
402 SW NICHOLS ST
404 SW NICHOLS ST
406 SW NICHOLS ST
806 SW BLUE PKWY
818 SW BLUE PKWY
820 SW BLUE PKWY
822 SW BLUE PKWY
824 SW BLUE PKWY
826 SW BLUE PKWY
828 SW BLUE PKWY
834 SW BLUE PKWY
838 SW BLUE PKWY
840 SW BLUE PKWY
846 SW BLUE PKWY
848 SW BLUE PKWY
852 SW BLUE PKWY
856 SW BLUE PKWY
858 SW BLUE PKWY
862 SW BLUE PKWY

Parcel 2- Address Listing

712 SW BLUE PKWY
712 SW BLUE PKWY UNIT A
712 SW BLUE PKWY UNIT B

Table 2 - Ownership.



Figure 2 - Parcel ID Map.

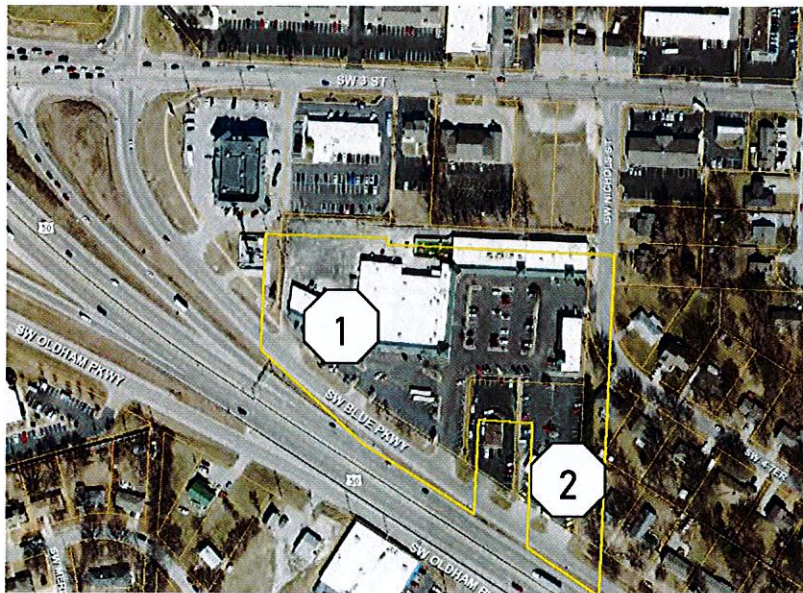


Figure 3 - Aerial with Parcel ID.

Improvements Description

The proposed Development Area is primarily occupied by commercial improvements and surface parking. All property is under the control of one ownership entity. The multi-tenant neighborhood shopping center has a total leaseable square footage of approximately 54,378 square feet. A total of 18 retail locations are within the property, 13 are currently rented with five tenant spaces currently vacant. This translates into an occupancy rate of approximately 67%. As of the issuance of this report approximately 17,954 square feet was vacant or 33% of total leaseable area. The property is adequately parked at a parking ration of 3.82 spaces per 1,000 square feet of leaseable space or 270 total parking spaces. The property has 460' frontage on Blue Parkway.

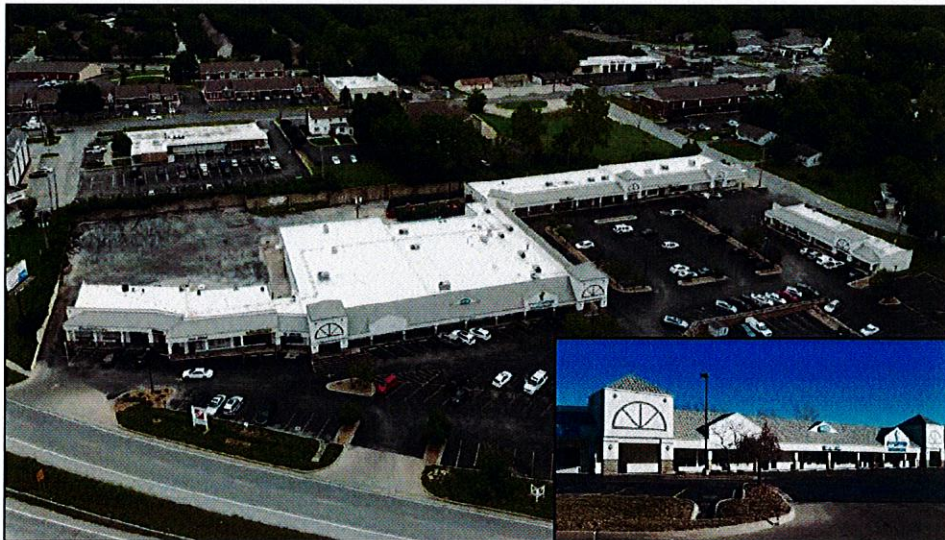


Photo 1 - Subject Property. View to north.
(Image courtesy LoopNet.)

Current ownership acquired the properties in December of 2017. The previous ownership had no known Operations and Maintenance plan for the facility which outlined standard building improvements.

Below is the tenant list and square footages of the retail shops. Of the eighteen shops, five are vacant including two of the larger shops, at 838 Blue Parkway and 840 Blue Parkway. The total vacancy is 33% of the total square footage of 54,378 leaseable square footage.

Property: Southside Plaza
Address: 828 Southwest Blue Parkway

Suite	Use	Tenant	Square Feet	SF %
400 Nichols	Retail	The A List Salon	975	1.79%
402 Nichols	Retail	Vapor Up	593	1.09%
404 Nichols	Retail	Econ-O-Wash	1,479	2.72%
712 Blue Pkwy	Retail	Back Home, Inc.	3,695	6.80%
806 Blue Pkwy	Retail	Knapp Physical Therapy LLC	6,593	12.12%
818-820 Blue Pkwy	Retail	Vacant	2,472	4.55%
822-826 Blue Pkwy	Retail	Larue, Ramon & Tammy	6,030	11.09%
828 Blue Pkwy	Retail	Advanced Footcare Center	1,620	2.98%
834 Blue Pkwy	Retail	Jumpin Catfish	6,136	11.28%
836 Blue Pkwy	Retail	Beyond Exchange	3,955	7.27%
838 Blue Pkwy	Retail	Vacant	5,153	9.48%
840 Blue Pkwy	Retail	Vacant	9,559	17.58%
846 Blue Pkwy	Retail	Jason Key Insurance Agency	872	1.60%
848 Blue Pkwy	Retail	Golden Paws Grooming	1,094	2.01%
852 Blue Pkwy	Retail	Anna's Nails	1,024	1.88%
856 Blue Pkwy	Retail	Asia Massage	907	1.67%
858 Blue Pkwy	Retail	Vacant	770	1.42%
862 Blue Pkwy	Retail	Skratch bakery	1,451	2.67%
Total			54,378	100.00%

Vacant 17,954 33%
Occupied 36,424 67%
Total 54,378

Table 3- Tenant List.

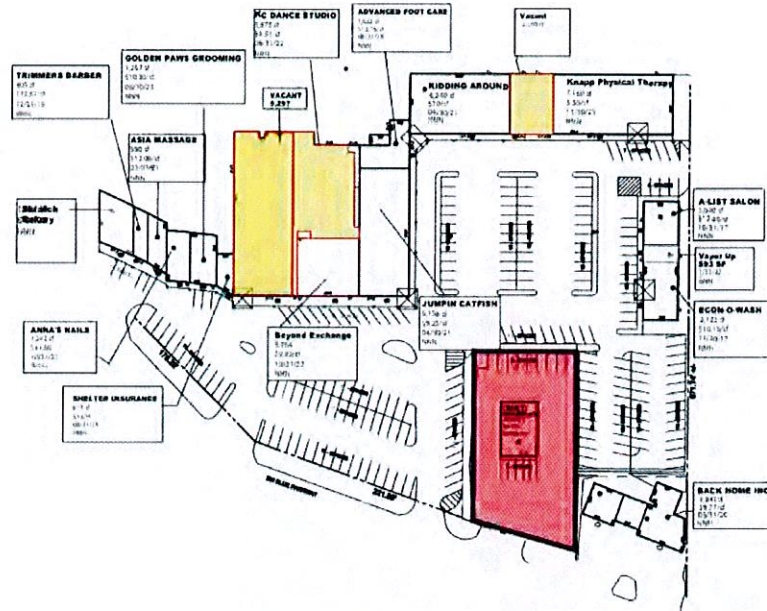


Figure 7 - Subject Property Site Plan.

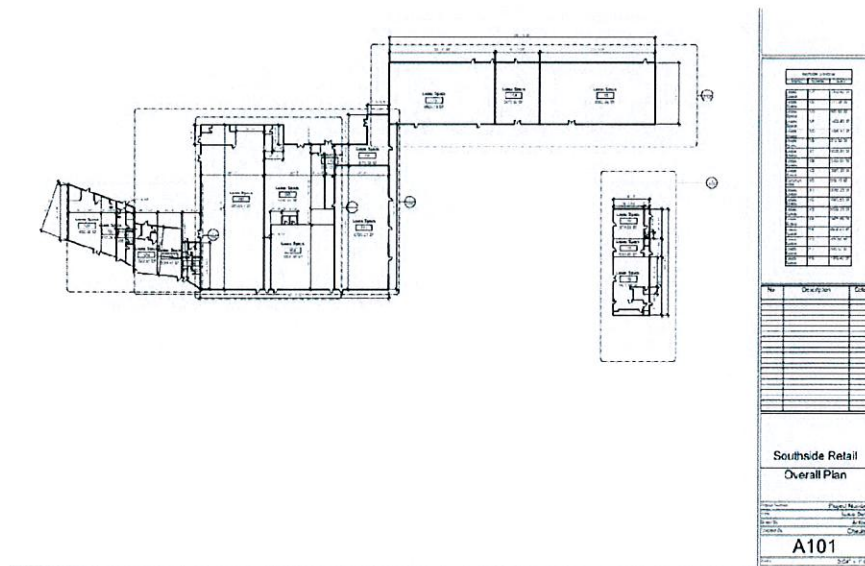


Figure 8 - Subject Property Site Plan.

From evaluating aerial photographs, it appears that the roof was replaced between 2010 and 2012. Below shows the before and after of the roof replacement. No roof access was available at time of inspection.



Figure 9 - Before Picture Roof Condition: Year 2010.

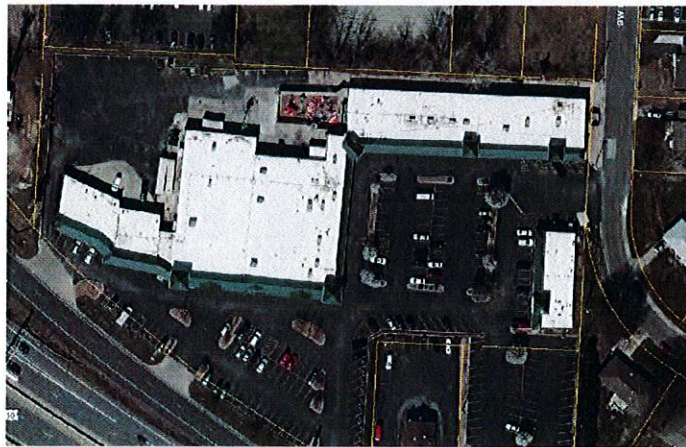


Figure 10 - After Picture Roof Condition: Year 2012.

Proposed improvements

Major project improvements contemplated by the owner includes new façade, parking lot, and retaining wall. The cost of these improvements are estimated at two million seven hundred thousand dollars, (\$2,700,000) with the majority of the cost being the façade replacement. It is also assumed that tenant improvements will be made when leases expire or are re-tenanted.

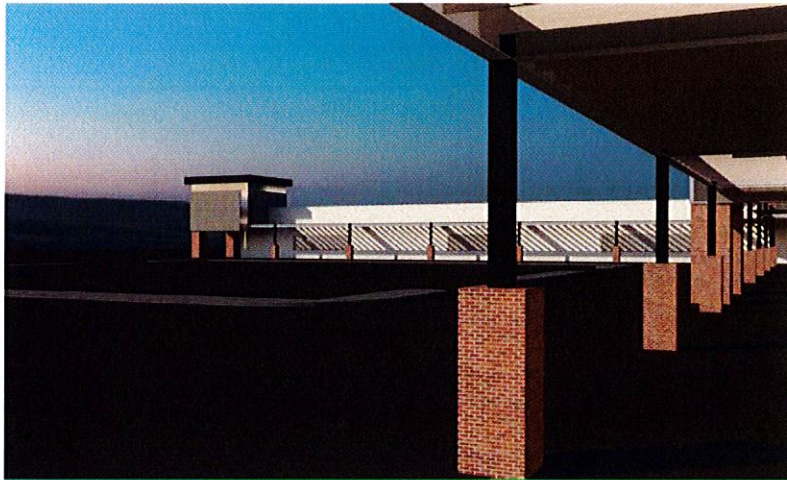


Photo 2- Proposed Rendering of Façade Improvements – Looking West.

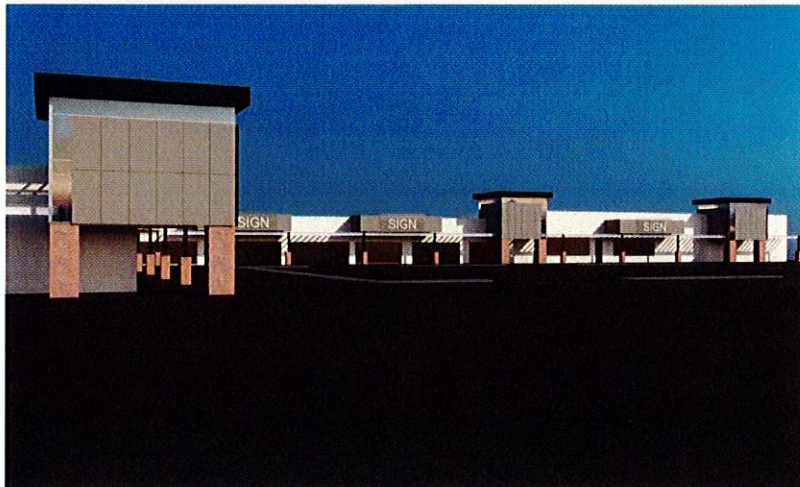


Photo 3- Proposed Rendering of Façade Improvements – Looking North.

Age of Improvements

According to the Jackson County Assessor's Office and the property owner, average age of structures is approximately 54 years old built in 1965. More recent property rehab has also occurred in 1995, the estimated renovation budget at the time was approximately \$750,000.

The typical depreciation schedule for income property is 30 years. Therefore even with substantial renovation, the majority of these properties are theoretically at the end of their useful lifespan. As structures within the Redevelopment Area continue to age, various building systems are deteriorating without ongoing building maintenance program and regular repair. Such deteriorating building components potentially lead to functional and economic obsolescence of the structure by lower value of the property and surrounding properties.

Deteriorating conditions associated with age and lack of maintenance can also be conducive to ill health. Typical conditions of deterioration include the failure of various systems of the building envelopes. This condition can cause water infiltration, rodent or pest infestation and structural issues, all of which have the potential to cause ill health of a resident or occupant.

Finally, the age of the property can also lead to the inability to pay reasonable taxes. As properties decline in condition they also decline in value. This devaluation can spread from one property to another, as lack of repairs of a neighboring property can affect the value of an adjacent property.

Assessed Valuation

The following data was obtained from the Jackson County Assessor's Office and shows the Assessor's calculation of the appraised and assessed value for the property parcel within the Development Area. All property is anticipated to be re-assessed in odd-numbered years, except new construction (including remodeling) which can be assessed in any year.

The current appraised valuation of the parcel was done in 2019 by the Jackson County Assessor's Office, and shows a total market value of \$ 3,898,300. Historical data from 2015 to present was obtained from the Jackson County Assessor's Office. The table below shows the appraised value of the subject property increasing gradually from 2015 to 2018, with a

larger increase in 2019. From 2015 to 2019, the appraised valuation for the property increased by approximately 57 percent.

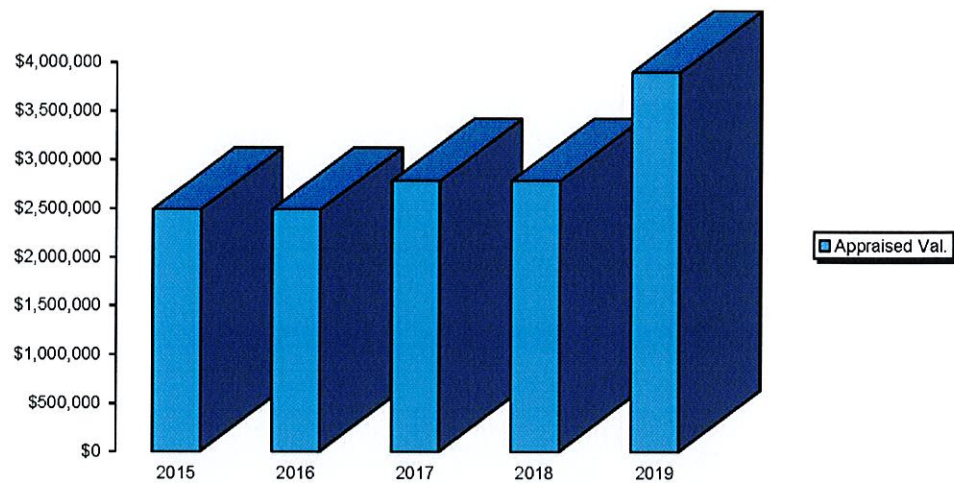


Figure 11 – Subject Property: Appraised Value, 2015-2019.

	Parcel 1- Market Value	Parcel 2- Market Value	Total
2019	\$3,653,000	\$245,300	\$3,898,300
2018	\$2,620,065	\$167,182	\$2,787,247
2017	\$2,620,065	\$167,182	\$2,787,247
2016	\$2,350,000	\$139,194	\$2,489,194
2015	\$2,350,000	\$139,194	\$2,489,194

Table 4 – Parcel Appraised Valuations 2015-2019.

Zoning

The existing zoning classification for all parcels within Development Area includes:

Table 5 - Zoning Classification.

Zoning Classification	Purpose/Intent
CP-2 Planned Community Commercial	Section 5.190. Statement of intent and purpose. The CP-2 Community Commercial District is established to provide a location for a full-range of retail and office development serving the general needs of the community. The CP-2 District is not considered appropriate for heavier commercial uses that border on being more light industrial in nature, and thus more appropriate for the BP or L-I District. The intent of the CP-2 District is to promote a streetscape that encourages buildings to be moved forward adjacent to the front yard setback line or adjacent to the required landscape improvements. This site design improves the benefits derived from the required landscaping and the overall image of the commercial corridor.
Source: City of Lees Summit, Missouri	

This report and analysis makes no determination as to the appropriateness of zoning classifications for the area or for the proposed project.

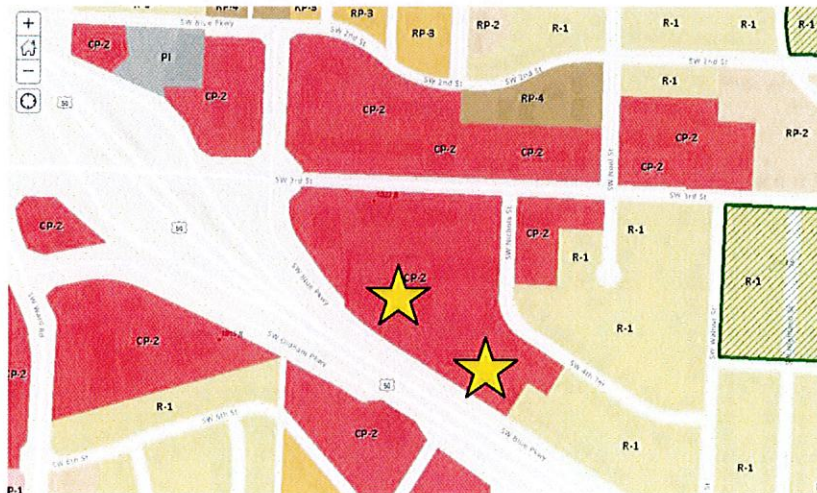


Figure 12 - Zoning Map (subject parcels identified).

Utilities

All utilities are available to the area and the Development Area include water, sewers, natural gas, steam, and electricity.

Electricity:	Evergy
Natural Gas:	Spire
Domestic Water:	Lee's Summit Water Utilities
Sewer:	Lee's Summit
Solid Waste:	Various Providers
Telephone:	Various Providers
Cable:	Various Providers

Tax Code Area:	Code:	49
	City:	Lee's Summit
	Fire:	
	Library:	Mid Continent
	School:	Lees Summit R-7
	Water:	

Environmental

A Phase II Environmental Site Assessments was conducted on August 3, 2005. It was stated that Parcel #2 - 712 Southwest Blue Parkway was a former gas station. Former gas pump locations were noted. Confirmation and records of formal underground storage tank (UST) removal were not obtained as part of this analysis. Soil borings extracted during the analysis did not show levels above thresholds that would warrant additional action. That address is currently occupied by One Hour Heating and Air Conditioning.

Flood Zone Information

No portions of the Development Area are currently within a flood zone as defined by the Federal Emergency Management Agency (FEMA).

Other City Blight Findings

The entire Development Area, is located in a area which was previsosly declared blighted by City of Lee's Summit City Council (ordinance# #7472) on June 5, 2014 in relation to the US 50/M-291 Hwy Urban Renewal Area.

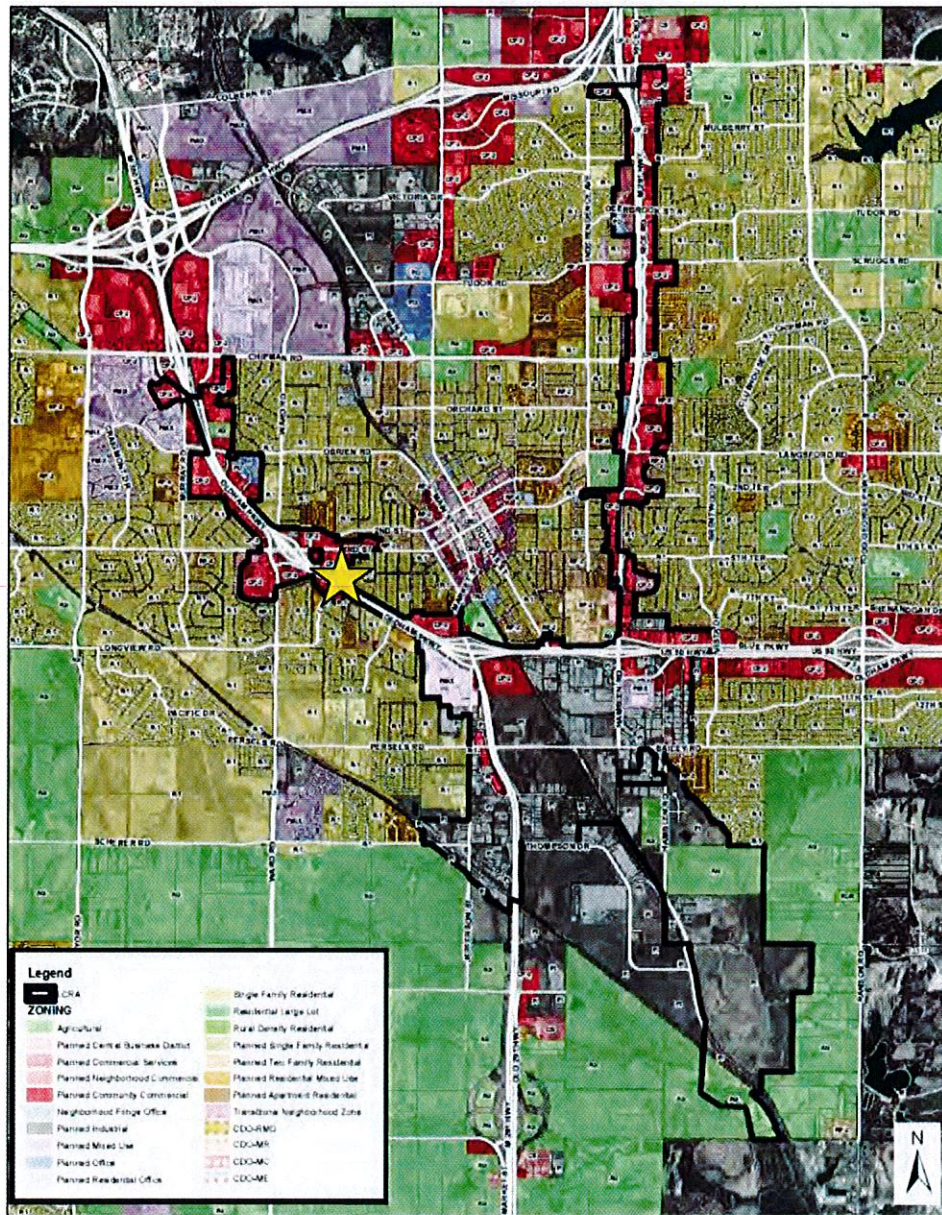


Figure 13- Finding of Blight- US 50/M-291 Hwy Urban Renewal Area

Section III

Determination of Conditions – Community Improvement District (CID) Statutory Guidelines and Blight Findings

This Section discusses the Development Area in regards to the Community Improvement District (CID) Statute, R.S.Mo 67.1401 thru 67.1571. Within this Section all references to the Development Area shall utilize the term “District”.

In determining whether the defined District is “blighted”, we first must define the term “blighted area”. For the purposes of this study, we analyzed the District in terms of the definition included in R.S.Mo Section 67.1401.2 (3)(a):

“Blighted Area,” an area which, by reason of the predominance of defective or inadequate street layout, unsanitary or unsafe conditions, deterioration of site improvements, improper subdivision or obsolete platting, or the existence of conditions which endanger life or property by fire and other causes, or any combination of such factors, retards the provision of housing accommodations or constitutes an economic or social liability or a menace to the public health, safety, morals, or welfare in its present condition and use;

This is a two part test, the District must contain the predominance of the following Factors:

- Factor 1: Defective or inadequate street layout,
- Factor 2: Unsanitary or unsafe conditions,
- Factor 3: Deterioration of site improvements,
- Factor 4: Improper subdivision or obsolete platting, and
- Factor 5: The existence of conditions which endanger life or property by fire and other causes.

Secondly, the above factors or combination of the above factors within the District cause one or more of the following:

- Retards the provision of housing accommodations,
- Constitutes an economic or social liability, or
- Constitutes a menace to the public health, safety, morals or welfare in its present condition and use.

Upon inspection and analysis of the proposed District, there are two existing factors in the area which supports a finding of blight for the District. These factors also causes one of the three secondary factors which are necessary for a finding of blight. Table 6 below summarizes these findings:

Factors	Present	Retard the provision of housing accommodation	Constitute an Economic or social liability	Menace to the public health, safety, morals or welfare
Defective or inadequate street layout,	NO			
Insanitary or unsafe conditions,	YES		X	
Deterioration of site improvements,	YES		X	
Improper subdivision or obsolete platting,	NO			
Conditions which endanger life or property by fire and other causes.	NO			

Table 6- Summarization of CID Findings.

Factor 1: Defective or Inadequate Street Layout

There are specific conditions that can be used to determine whether a District is blighted based on defective or inadequate street layout. Generally these conditions can be accessibility issues either vehicular or pedestrian.

While items with internal vehicular circulation and access were noted during the site inspection, and may at times contribute to the blighting conditions from other factors in this report, the threshold of improper subdivision or obsolete platting has not been met.

Factor 2: Insanitary or Unsafe Conditions

Conditions typically associated with a finding of blight under insanitary or unsafe conditions can include the existence of trash, debris, weeds or overgrowth, poorly lit areas, graffiti, or any conditions believed to be unsafe or insanitary to human occupation or use. There are several locations within the District exhibiting unsafe or insanitary conditions.

The most prevalent condition considered unsafe or insanitary includes the failure of structural retaining walls and failure of building envelope systems that are allowing water intrusion. These conditions can provide an unsafe condition within the development area. Insanitary or Unsafe conditions included both exterior site issues and building infrastructure issues. These issues have resulted in the following conditions:

- Areas within the District exhibited excessive exterior storage. Much of the materials appear to be scrap materials or trash. It should be noted that the area was fenced and screened, but was still readily observable.
- Several locations were observed with deteriorated or damaged roof structures. Deteriorated roof structures can lead to water infiltration and further damage to interior finishes. This images shows a temporary water catchment system.
- The west and north retaining wall exhibited significant structure deterioration.
- Several locations within the District were observed with deteriorating concrete sidewalks, which can cause a trip and fall hazard

Based on the preceding observations, it is our opinion that the District exhibits conditions which can reasonably conclude that "Insanitary or Unsafe Conditions"

Factor 3: Deterioration of Site Improvements

As previously discussed, the District's numerous improvements exhibit signs of overall physical deterioration. This condition is evident throughout the District. These conditions include:

- Deteriorated building envelope systems (roof systems, flashing systems, windows and doors) which have become and are becoming compromised and more deteriorated with the continued exposure to elements.
- Deteriorated building façades which have become, and are becoming more deteriorated with the continued exposure to elements. The caps covering the top of the façade/metal roof were resealed but still are bad.
- Numerous tenant signs throughout the District were observed to be deteriorated or damaged. This is an indication of deteriorated conditions and a sign of lack of general maintenance.
- Deteriorated roofing systems which in some locations have contributed to leaking roof locations.
- Deteriorated building interiors which are vacant and contribute to the perception of vacancy and deterioration.
- Significant structure deterioration of the west and north retaining wall were visible upon inspection. Repairs of tie-backs utilized to strengthen and prevent the wall from collapsing, appear to have failed. There is significant cracking and concrete spalling, a possible indication that water infiltration has occurred and the drainage system has failed.

Based on the preceding observations and all documentation in the property photographs in Exhibit C, it is our opinion that the District exhibits conditions which can reasonably conclude that "Deterioration of Site Improvements" is present and is prevalent throughout the District and supportive of a blight finding.

Numerous tenant signs throughout the District were observed to be deteriorated or damaged. This is an indication of deteriorated conditions and a sign of lack of general maintenance.

In addition to a physical tour of the Development Area, data received from the City listing facilities within the Redevelopment Area have that have previously been cited for code violations. The twenty one violations recorded by the City run from 2001 to present. All violations noted have been abated and are no longer active. Violations within the Development Area impacted all property parcels and included: nuisance, property

maintenance and zoning. Some of the issues noted, still could be cited and are obvious from site inspection.

Reference	Status	Type	Date Entered	Expiration / Completion Date	Notes
CEZO20171635	Closed - Violation Abated	Zoning	11/16/2017 16:24 tt	12/12/2017 0:00 tt	Requirement for handicap signage
CEZO20120485	Closed - Violation Abated	Zoning	04/27/2012 8:24 tt		Illegal signage
CENU20120194	Closed - No Violation	Nuisance	03/12/2012 8:02 tt	03/12/2012 3:00 tt	Fence
CEPM20112083	Closed - Violation Abated	Property Maintenance	12/02/2011 9:57 tt		Dumpster on Nichole ST
CEZO20112043	Closed - Violation Abated	Zoning	11/21/2011 11:35 tt		Illegal signage
CEZO20111694	Closed - Violation Abated	Zoning	09/02/2011 11:08 tt		Illegal signage
NS20101791	Closed - No Violation	Nuisance	09/14/2010 0:00 tt	09/22/2010 0:00 tt	
NS20101527	Closed - Violation Abated	Nuisance	08/23/2010 0:00 tt	09/02/2010 0:00 tt	Junk, trash, & debris around dumpster
NS20100249	Closed - Violation Abated	Property Maintenance	03/22/2010 0:00 tt	03/23/2010 0:00 tt	
NS20090833	Closed - Violation Abated	Zoning	06/01/2009 0:00 tt	06/02/2009 0:00 tt	
NS20071331	Closed - Violation Abated	Property Maintenance	09/13/2007 0:00 tt	09/21/2007 0:00 tt	
NS20060065	Closed - Violation Abated	Zoning	02/02/2006 0:00 tt	02/16/2006 0:00 tt	
NS20051388	Closed - Transferred	Property Maintenance	12/12/2005 0:00 tt	12/14/2005 0:00 tt	
NS20030305	Closed - Violation Abated	Zoning	04/18/2003 0:00 tt	05/22/2003 0:00 tt	
NS20030096	Closed - Violation Abated	Property Maintenance	02/11/2003 0:00 tt	02/25/2003 0:00 tt	
NS20020957	Closed - Violation Abated	Property Maintenance	08/30/2002 0:00 tt		
NS20020059	Closed - Violation Abated	Property Maintenance	01/29/2002 0:00 tt		
NS20020038	Closed - No Violation	Zoning	01/17/2002 0:00 tt	01/18/2002 0:00 tt	
NS20010555	Closed - No Violation	Property Maintenance	06/07/2001 0:00 tt	06/15/2001 0:00 tt	
NS20010335	Closed - No Violation	Property Maintenance	04/30/2001 0:00 tt	05/04/2001 0:00 tt	
NS20010059	Closed - No Violation	Property Maintenance	01/26/2001 0:00 tt	01/31/2001 0:00 tt	

Table 7 - Property Code Violations.

Physical deterioration becomes a social liability when a property's lack of maintenance presents a health, safety or concern for welfare of the public. When an area has a high percentage of properties that have physical deterioration, the economic liability of these properties generally lowers the value and often can attract crime. This can be in the form of property crimes (i.e. property trespassing, vandalism, larceny, robbery, burglary, arson, and receipt of stolen goods) and personal crimes (i.e. assault, battery, and other more violent crimes).

Based on the preceding observations, it is our opinion that the District exhibits conditions which can reasonably conclude that "Deterioration of Site Improvements" has occurred and is prevalent throughout the District and supportive of a blight finding.

Factor 4: Improper Subdivision or Obsolete Platting

There are specific conditions that can be used to determine whether a District is blighted based on improper subdivision or obsolete platting. Generally these conditions can be described as faulty lot shape and/or layout, inadequate lot size, poor access, or conformity of use.

While issues with internal circulation and access were noted during the site inspection, and could potentially contribute to the blighting conditions when impacting other factors in this report, the threshold of improper subdivision or obsolete platting has not been met. The conditions noted above can be corrected with improvements that do not require re-platting activities or other boundary changes.

Factor 5: Existence of Conditions which endanger life or property by fire or other causes

Many of the improvements being original to the construction, show clear indication that some of the life safety components may need to be updated, due to age or obsolescence. As previously stated in Factor 2, there are several conditions which, in addition to being unsafe or insanitary, could also endanger life or property.

As previously mentioned, the most prevalent condition considered unsafe or insanitary includes the existence of infrastruce conditions which might provide an unsafe condition within the various structures. These issues have resulted in the following conditions:

- Deterioration of retaining walls
- Water infiltration from façade deterioration and roof leaks

While issues were noted during the site inspection, and could potentially contribute to the blighting conditions when impacting other factors in this report, the threshold of Conditions which endanger life or property by fire or other causes.

Test number two - The predominance of the previously discussed five factors has contributed to the retardation of the provisions of housing, constitute an economic or social liability, or conditions that constitute a menace to the public health, safety, morals, or welfare in its present condition and use.

Retards the provisions of housing accomodations

Overall, it is our opinion that the threshold is not met which would conclude that conditions within the District retard the provision of housing accomodations. There are no impacts of existing or likely future uses within the District which impact housing or the availability of future housing.

Constitutes an economic liability

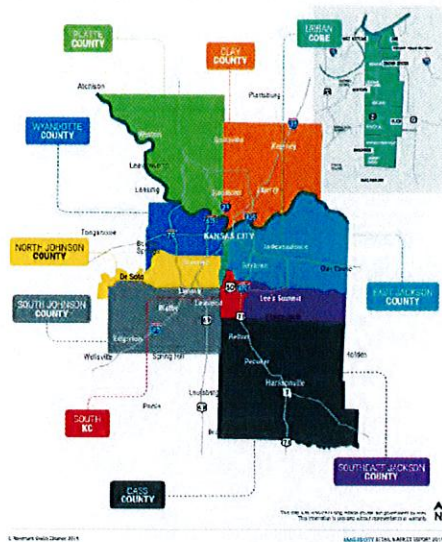
The District can become an economic liability when it is not producing the maximum economic benefit to the community, such as the ability to pay real, personal and sales taxes, all the while requiring the same or greater public expenses, such as fire, police and nuisance code violation efforts. This analysis has documented numerous examples of deteriorated site conditions within the District, conditions can cause a loss of potential sales tax if these conditions deter potential customers or shoppers and can cause an economic liability.

The current ownership has not been able to lease either of the large spaces since they have owned it and they were vacant prior to our purchase. With only 67% occupied right now, they have only leased one space in 2+ years despite strong efforts and below market rates.

The factors previously shown within this report combine to create an economic liability to the retail viability of tenants and retail clientele within the shopping facility. Supporting this opinion is the trend of a general decline in property condition within the District. While market values and assessed valuations have increased in the last few years, it is our opinion that an economic liability currently exists with the District. A factor which upholds this opinion is the tenant vacancy currently present within the shopping center. As mentioned previously within this report, approximately seventeen percent (33%) of total tenant spaces are vacant.

The subject Development Area is composed of two (2) parcels of land containing approximately five point three three six (5.336) acres. Presently, the Development Area is improved with commercial/retail uses and surface parking. It appears that there is a high level of vacancy, of 33% within the retail center, compared to the 2019 Retail survey of Southeast Jackson County of small retail shops of vacancy rate of 3.4%.

SUBMARKET MAPS
DOWNTOWN & SUBURBS



2019 KANSAS CITY
RETAIL MARKET STATISTICS TABLE

	Type	# of Stores	Total Square Feet	Total Sales (\$M)	By Category (\$M)	YTD Change (\$M)	YTD Change %	YTD Sales (\$M)
CLAY COUNTY	All	115	5,648,393	4,301	13,302	13,092	10.8%	\$16.8M
	Small Shop	97	1,902,808	1,171	12,814	12,697	9.7%	\$12.8M
	Big Box	18	4,246,585	3,130	1,488	1,395	9.3%	\$14.0M
PLATTE COUNTY	All	946	18,788,801	8,624	49,887	24,879	19.2%	\$19.2M
	Small Shop	823	2,738,293	2,471	14,126	14,049	10.0%	\$14.0M
	Big Box	123	16,050,508	6,153	35,761	10,830	11.5%	\$15.2M
EAST JACKSON COUNTY	All	2,272	28,228,226	13,274	60,079	87,767	19.1%	\$19.1M
	Small Shop	1,938	8,328,388	8,124	49,954	49,954	10.0%	\$10.0M
	Big Box	334	19,900,000	5,150	10,125	37,813	14.6%	\$14.6M
NORTH JACKSON COUNTY	All	478	8,378,127	4,121	16,805	33,879	15.1%	\$15.1M
	Small Shop	414	4,428,431	4,121	19,344	12,889	10.9%	\$10.9M
	Big Box	64	3,949,696	0	2,761	21,479	14.7%	\$14.7M
WYANDOTTE COUNTY	All	1,197	18,162,867	8,675	28,188	148,764	19.6%	\$19.6M
	Small Shop	757	2,854,748	2,271	4,972	1,141	10.0%	\$10.0M
	Big Box	440	15,308,119	6,404	23,216	147,623	19.6%	\$19.6M
PLATTE COUNTY	All	388	8,296,814	4,121	33,813	31,155	10.0%	\$10.0M
	Small Shop	218	825,417	1,771	9,320	0	10.0%	\$10.0M
	Big Box	170	7,471,397	2,350	24,493	31,155	10.0%	\$10.0M
SOUTH JACKSON COUNTY	All	1,174	20,248,098	10,271	66,132	43,614	10.8%	\$10.8M
	Small Shop	842	2,774,921	2,471	49,954	49,954	10.0%	\$10.0M
	Big Box	332	17,473,177	7,800	16,178	24,660	10.8%	\$10.8M
SOUTH PLATTE COUNTY	All	556	8,528,221	11,541	26,539	52,424	19.1%	\$19.1M
	Small Shop	384	1,794,827	1,471	2,431	14,054	10.0%	\$10.0M
	Big Box	172	6,733,394	10,070	24,108	38,370	19.1%	\$19.1M
SOUTHWEST JACKSON COUNTY	All	484	8,388,748	3,871	4,484	31,428	10.0%	\$10.0M
	Small Shop	334	1,322,582	2,471	7,130	1,407	10.0%	\$10.0M
	Big Box	150	7,066,166	1,400	11,314	29,921	10.0%	\$10.0M
WYANDOTTE COUNTY	All	685	9,428,158	5,341	15,151	41,863	10.8%	\$10.8M
	Small Shop	764	2,418,248	2,471	373	11,752	10.0%	\$10.0M
	Big Box	117	7,010,010	2,870	14,778	29,911	10.8%	\$10.8M
TOTALS	All	14,111	118,442,918	5,341	22,438	145,712	10.0%	\$10.0M
	Small Shop	6,417	23,510,778	3,007	18,686	28,707	10.0%	\$10.0M
	Big Box	5,064	94,932,140	2,334	3,752	116,905	10.0%	\$10.0M

Figure 14 - Summer 2019 Retail Report. Courtesy Newmark Grubb.

KANSAS CITY METRO
SHOPPING CENTER PERFORMANCE

■ Q4-2017 ■ Q4-2018

OCCUPANCY RATE BY SHOPPING CENTER TYPE

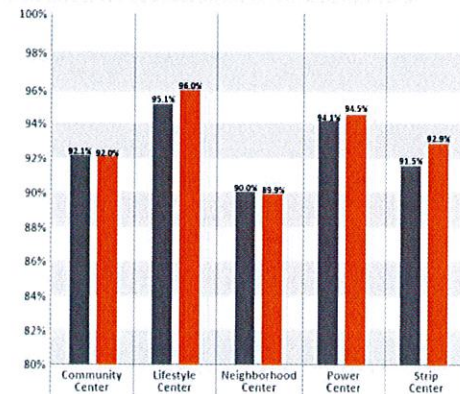


Figure 15 - Retail Market Report Summer 2019. Courtesy Lane 4.

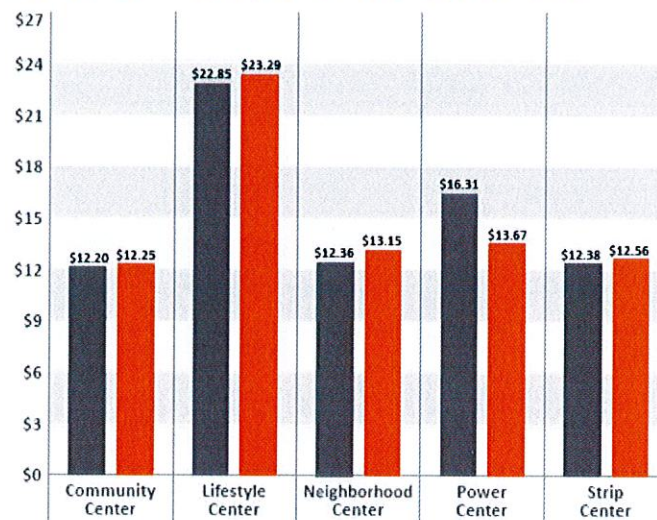
KANSAS CITY METRO SHOPPING CENTER SURVEY

SUBMARKET	% OF TOTAL SURVEYED	TOTAL SQUARE FEET*		OCCUPANCY RATE		AVG LEASE RATE	
		2017	2018	2017	2018	2017	2018
Northwest Kansas City	6%	4,400,458	4,400,458	94.9%	94.4%	\$14.55	\$16.06
Northeast Kansas City	10%	7,210,069	7,309,769	91.3%	92.3%	\$12.42	\$14.74
Central Kansas City	13%	9,539,006	9,584,006	96.5%	97.1%	\$12.44	\$15.72
South Kansas City	6%	4,396,933	4,369,933	86.5%	86.4%	\$12.52	\$12.52
Southeast Trade Area	8%	5,750,752	5,750,752	94.1%	93.1%	\$13.15	\$14.01
Eastern Jackson County	16%	11,083,125	11,063,125	90.2%	90.4%	\$11.30	\$10.93
North Johnson County	17%	11,633,478	11,820,500	94.3%	90.4%	\$12.53	\$13.98
South Johnson County	19%	13,252,928	13,292,928	92.6%	94.4%	\$16.67	\$16.30
Wyandotte County	5%	3,775,172	3,775,172	94.4%	94.1%	\$8.35	\$7.91
TOTAL SURVEY AREA	100%	71,041,921	71,386,643	92.9%	92.7%	\$12.66	\$13.57

*Trade area definitions may have changed from previous year.
 Source: Data provided by LANE4 Research and third-party sources, current as of December 2018. Survey includes all retail space located within a submarket and covers all shopping center types. Lease rates represent average quoted pricing per designated trade area in the Kansas City Metropolitan Market.

Figure 16 - Retail Market Report Summer 2019. Courtesy Lane 4.

AVG LEASE RATE BY SHOPPING CENTER TYPE



Data provided by LANE4 Research and third-party sources, current as of December 2018.
 Survey includes retail space located in specified shopping center type.



Figure 17- Retail Market Report Summer 2019. Courtesy Lane 4.

The high level of vacancy compared to market averages, in our opinion is a clear indication of an economic liability to the property and development area. With higher occupancy,

there will be an increase of taxable sales to the taxing jurisdictions and a potential for higher property tax valuations.

Constitutes a social liability

According Centene Plaza Redevelopment Corporation v. Mint Properties, et al., any metric related to public health, safety, and welfare can be used to determine if social liabilities exist within the District. This study was limited to qualitative analysis in order to make this assessment. Field investigations revealed numerous instances which have the potential to impact public health and welfare within the District.

Based on this analysis, the level of threshold has not been met to show a correlated social liability within the District. This could result in a negative perception of the subject property and therefore creating a social liability.

Conditions that Constitute a Menace to the Public Health, Safety, Morals, or Welfare in its Present Condition and Use.

As previously mentioned, there are numerous instances which have the potential to cause a menace to public health, safety in its current use. These include:

- Potential failure of retaining walls on the site
- Water intrusion from façade deterioration and roof penetrations

The following crime maps of the area show Year to date violent crime and year to date personal or property crime.

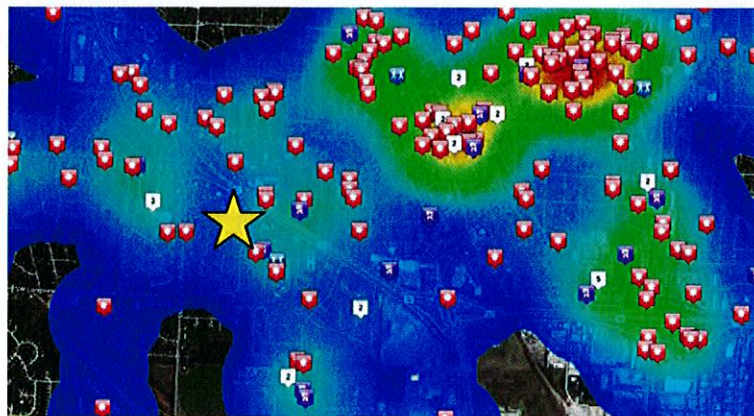


Figure 18- Year to Date Violent Crime.

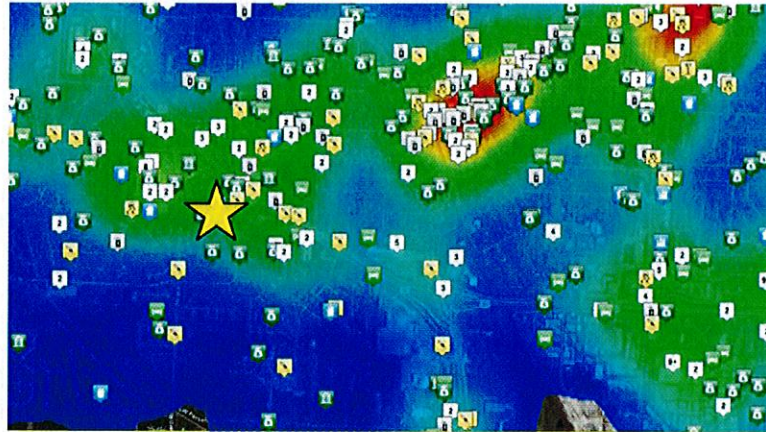


Figure 19- Year to Date Personal or Property Crime.

Due to the fact that the many of the unsafe areas are inside the structures, the immediate level of threshold has not been met to show conditions that constitute a menace to the public health, safety, morals, or welfare in its present condition and use within the District.

CID Blight Conclusion

The preceding analysis indicates that the District contains numerous outdated improvements which do not permit the area to be utilized to its full potential. The structures within the District are almost 55 years of age and show numerous visual examples of physical deterioration. Without improvements, it can be expected that a potential decline in property assessment and property taxes might be possible.

The preceding analysis indicates that the District suffers from numerous unfavorable blighting factors. Indications are that three of the five factors are present within the District. This is the primary test as delineated in R.S.Mo. Section 67.1401.2 (3)(a) and summarized on the following page.

Factors	Present	Retard the provision of housing accommodation	Constitute an Economic or social liability	Menace to the public health, safety, morals or welfare
Defective or inadequate street layout,	NO			
Insanitary or unsafe conditions,	YES		X	
Deterioration of site improvements,	YES		X	
Improper subdivision or obsolete platting,	NO			
Conditions which endanger life or property by fire and other causes.	NO			

Table 8 - Summarization of CID Findings.

As a result of the factors discussed above, we have determined that according to R.S. Mo. Section 67.1401.2 (3)(a), the District as a whole meets the definition of a “blighted area” and suffers from insanitary or unsafe conditions, deterioration of site improvements, and conditions which endanger life or property by fire or other causes. In addition these factors have caused conditions which have become economic and social liabilities and constitute a menace to the public health, safety, morals or welfare in its present condition and use. This is also shown in Table 8- Summarization of CID Findings.

Exhibit A: Ownership Information

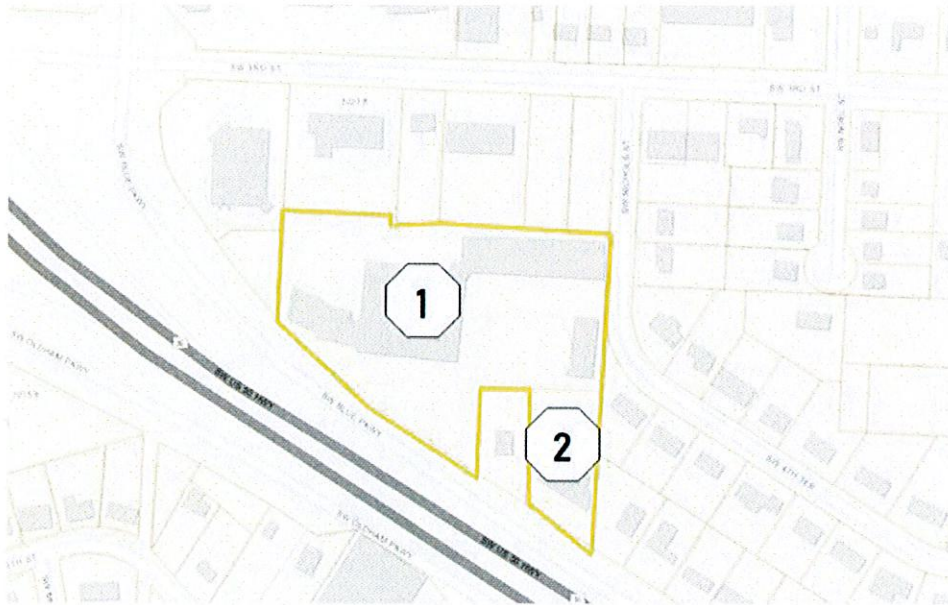


Figure 20 - Ownership ID Map.

Ownership Information.

Parcel #1

Parcel ID: 61-420-02-38-00-0-00-000

20 Addresses on this Parcel: 400 SW NICHOLS ST, LEES SUMMIT, MO 64063

Owner Information: BRAIN DEV 3 LLC
300 E 39TH ST
KANSAS CITY MO 64111

Parcel #2

Parcel ID: 61-420-02-15-00-0-00-000

3 Addresses on this Parcel: 712 SW BLUE PKWY, LEES SUMMIT, MO 64063

Owner Information: BRAIN DEV 3 LLC
300 E 39TH ST
KANSAS CITY MO 64111

Parcel Legal Descriptions.

Parcel #1

Parcel ID: 61-420-02-38-00-0-00-000

Legal Description: SEC 7 TWP 47 RNG 31 PT OF N 1/2 NW 1/4 DAF: BEG ON W LI NICHOLS ST AT A PT 250' S OF S LI 3RD ST TH S 289.2' TH W 226.2' TH S 175' TO NLY LI HWY 50 TH NWLY ALG SD LI 459.6' TH N 215' MOL TH E 1212.26', TH S 10' TH E 405' MOL TO POB

Parcel #2

Parcel ID: 61-420-02-15-00-0-00-000

Legal Description: RNG-31 TWP-47 SEC-7, BEG AT PT 476.7' E & 569.2' S OF NW COR OF NE 1/4 NW, 1/4 TH W PARL TO N LI SD 1/4 1/4 129.6' TH S 230.4', TO NLY LI U S HWY 50 TH SELY 150.5' TH N 305.5' TO, POB (EX PT IN ROW)

Ownership

CID-LS Brain

Parcel #	Parcel ID	Legal Description	Owner Name	Address	City	State	Acres
1	61-420-02-38-00-0-00-000	400-406 SW Nichols St. Blue Parkway	Brain Dev 3, LLC	300 E. 39th St. City, MO 64111	Kansas		4.600
2	61-420-02-15-00-0-00-000	712 SW Blue Parkway	Brain Dev 3, LLC	300 E. 39th St. City, MO 64111	Kansas		0.770

Total Acreage 5.370
Total SF 233,917
Total Parcels 2
Total Owners 1

Jackson County Missouri				Parcel Information			
Parcel Number	Owner Name	Address	City	County	State	Zip	Sale Price
61-420-02-38-00-0-00-000	Brain Dev 3, LLC	300 E. 39th St. City, MO 64111	Kansas				\$3,400,000

Sale of Property 12/14/2017 -\$3,400,000

Exhibit B: Property Inspection Sheets

Property / Facility Inspection Form						Parcel 1		
Date 9/20/19				Inspector JPotter				
City Lee's Summit, Missouri				Project/Survey Southside Plaza CID				
Address Various				Area:				
				Parcel Number 61-420-02-38-00-0-00-000				
Building Type Commercial		# Stories 1	Building Material n/a		Basement:	Yes	X	No
Is Property improved	X	Yes	No	Property Size (Square Feet)		199,580 sf		
Property Condition								
Retaining Walls			Fair. West & north retaining wall along parking lot shows some scattered deterioration. Severely deteriorated in some locations.					
Private Sidewalks & Drives			Yes, fair condition					
Lawns & Shrubs			None					
Excessive stored Vehicles (not for retail sales purposes)			None					
Open storage			Yes, along north side.					
Accessory Structures			None					
Public Sidewalks, Curbs, Gutter			Yes, fair condition.					
Catch Basins			None observed.					
Street Lights			Yes					
Street Conditions			Good					

Comments: Date of construction is unknown. Dates of construction on additions is also unknown.

	Condition	Condition Present	Comment
1.	Defective or Inadequate Street Layout		
2.	Insanitary / Unsafe Condition	Y	Obvious locations where roof penetrations are currently leaking water into tenant spaces below. Potential mold occurrences. Need testing to verify.
3.	Deteriorated Site Improvements	Y	Majority of improvements appear to be original to facility. Deteriorated retaining walls to west and north. Certain areas of façade and signage also showing age and scattered deterioration.
4.	Improper Subdivision		
5.	Obsolete Platting		
6.	Life Endangering Condition		
	-Fire		
	-Environmental		
	-Other		
7.	Retardation of Housing Accommodations		
8.	Economic Liability/Underutilization	Y	It should be anticipated that with added investment to stabilize and enhance the center, increased tax revenue to local jurisdictions may be possible. From this perspective, redevelopment of the property is essential.
9.	Social Liability	Y	Scattered graffiti may contribute to a negative perception regarding the property.
10.	Menace to Pub. Health, Sfty, Mrls, Wlfr		

Property / Facility Inspection Form						Parcel 2			
Date 9/20/19			Inspector JPotter						
City Lee's Summit, Missouri			Project/Survey Southside Plaza CID						
Address Various			Area:						
			Parcel Number 61-420-02-15-00-0-00-000						
Building Type Commercial		# Stories 1	Building Material n/a		Basement:		Yes	X	No
Is Property improved	X	Yes	No	Property Size (Square Feet)		32,856			
Property Condition									
Retaining Walls			Fair. east retaining wall/drainage area looks like repeated flooding issues have occurred in this area.						
Private Sidewalks & Drives			Yes, fair condition						
Lawns & Shrubs			None						
Excessive stored Vehicles (not for retail sales purposes)			None						
Open storage			Yes, some located north portion of building.						
Accessory Structures			None						
Public Sidewalks, Curbs, Gutter			Yes, fair condition.						
Catch Basins			None observed.						
Street Lights			Yes						
Street Conditions			Good						

Comments: Actual date of construction is unknown. Property is former gas/service station. Former locations of pumps were noted on south side of structure.

	Condition	Condition Present	Comment
1.	Defective or Inadequate Street Layout	Y	Access to northern portion of lot is through private property. Fortunately both are same owner.
2.	Insanitary / Unsafe Condition		
3.	Deteriorated Site Improvements	Y	Improvements appear to be original to structure. Some scattered roof deterioration was noted at inspection. Stormwater drainage at east side of building appears to be a reoccurring problem. Appears that building tenant has installed water-proofing at this location.
4.	Improper Subdivision		
5.	Obsolete Platting		
6.	Life Endangering Condition		
	-Fire		
	-Environmental	N/A	Structure is former gas station. No UST closure reports were provided for UST removal. However, appears to have been removed long ago.
	-Other		
7.	Retardation of Housing Accommodations		
8.	Economic Liability/Underutilization	Y	It should be anticipated that with added investment to stabilize and enhance the center, increased tax revenue to local jurisdictions may be possible. From this perspective, redevelopment of the property is essential.
9.	Social Liability	Y	Severe trash and debris north of structure in partially screened lot. Dumpster has excessive trash and debris in and around.
10.	Menace to Pub. Health, Sfty, Mrls, Wlfr		

Exhibit C: Photo Log

The following supplemental photograph log (not included previously in report) presents a review of the property tracts within the proposed District. Photos include images of property condition, infrastructure condition, and overall aspects of the facilities located within the District. All photos were taken on May 13, 2019, approximately 10:30 am.



Photo 4 – Deteriorated/damaged tenant signage.

Numerous tenant signs throughout the District were observed to be deteriorated or damaged. This is an indication of deteriorated conditions and a sign of lack of general maintenance.



Photo 5 – Deteriorated/damaged tenant signage.

Numerous tenant signs throughout the District were observed to be deteriorated or damaged. This is an indication of deteriorated conditions and a sign of lack of general maintenance.



Photo 6 – Graffiti along west and north retaining wall.

Upon inspection, it was noted that graffiti was present in scattered locations throughout the west and northern portion of the District. Graffiti was observed on the west and north retaining walls. This can be an indication of illegal trespassing and vagrancy. Graffiti also can contribute to a social liability of a property or area in that it is unsightly and a sign of illegal activity.



Photo 7 – Graffiti along west and north retaining wall.

Upon inspection, it was noted that graffiti was present in scattered locations throughout the west and northern portion of the District. Graffiti was observed on the west and north retaining walls. This can be an indication of illegal trespassing and vagrancy. Graffiti also can contribute to a social liability of a property or area in that it is unsightly and a sign of illegal activity.

Also note the significant vertical crack in the retaining wall, an indication of potential structural failure at this location.



Photo 8 – Graffiti along west and north retaining wall.

Upon inspection, it was noted that graffiti was present in scattered locations throughout the west and northern portion of the District. Graffiti was observed on the west and north retaining walls. This can be an indication of illegal trespassing and vagrancy. Graffiti also can contribute to a social liability of a property or area in that it is unsightly and a sign of illegal activity.



Photo 9 – Deteriorated/compromised retaining wall.

Upon inspection, it was noted that the west and north retaining wall exhibited significant structure deterioration. The photo above shows previous remediation efforts to strengthen and prevent the wall from collapsing, but these efforts appear to have failed. Note significant cracking and concrete spalling, a possible indication that water infiltration has occurred and the drainage system has failed.



Photo 10 – Deteriorated/compromised retaining wall.

Upon inspection, it was noted that the west and north retaining wall exhibited significant structure deterioration. The photo above shows previous remediation efforts in the form of tie-backs utilized to strengthen and prevent the wall from collapsing, but these efforts appear to have failed. Note significant cracking and concrete spalling, a possible indication that water infiltration has occurred and the drainage system has failed.



Photo 11 – Deteriorated/compromised retaining wall.

Upon inspection, it was noted that the west and north retaining wall exhibited significant structure deterioration. The photo above shows previous remediation efforts in the form of tie-backs utilized to strengthen and prevent the wall from collapsing, but these efforts appear to have failed. This image also shows buttressing in certain locations to also reinforce the wall.



Photo 12 – Deteriorated/compromised retaining wall.

Upon inspection, it was noted that the west and north retaining wall exhibited significant structure deterioration.

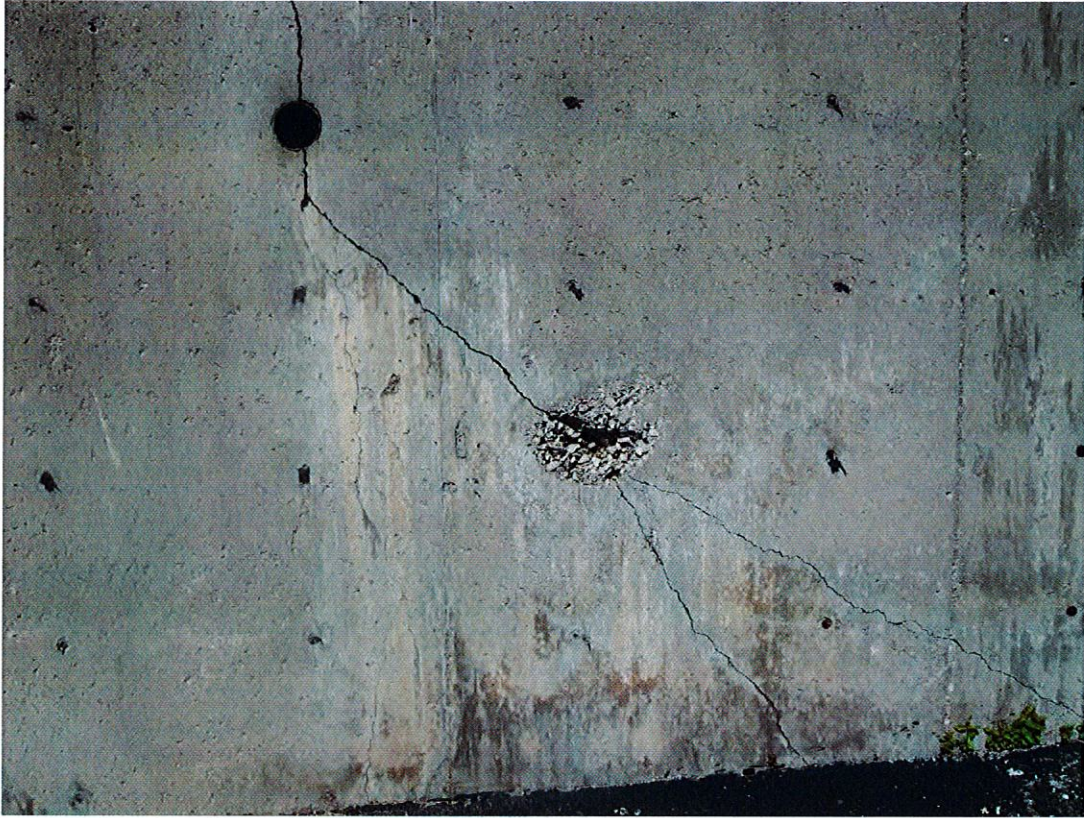


Photo 13 – Deteriorated/compromised retaining wall.

Upon inspection, it was noted that the west and north retaining wall exhibited significant structure deterioration.

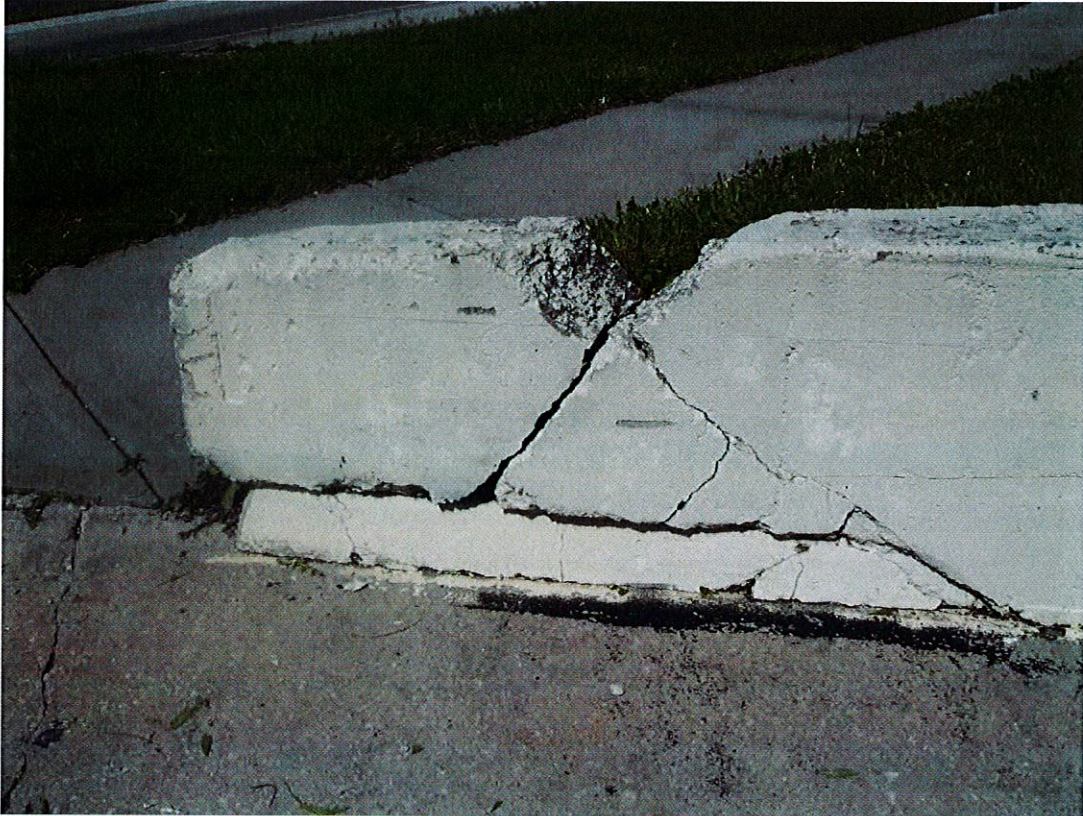


Photo 14 – Deteriorated/compromised retaining wall.

Upon inspection, it was noted that the west and north retaining wall exhibited significant structure deterioration.



Photo 15 – Deteriorated/compromised retaining wall.

Upon inspection, it was noted that the west and north retaining wall exhibited significant structure deterioration.



Photo 16 – Deteriorated/compromised retaining wall.

Upon inspection, it was noted that the west and north retaining wall exhibited significant structure deterioration. Deflection in the retaining wall can be noted in this photo.

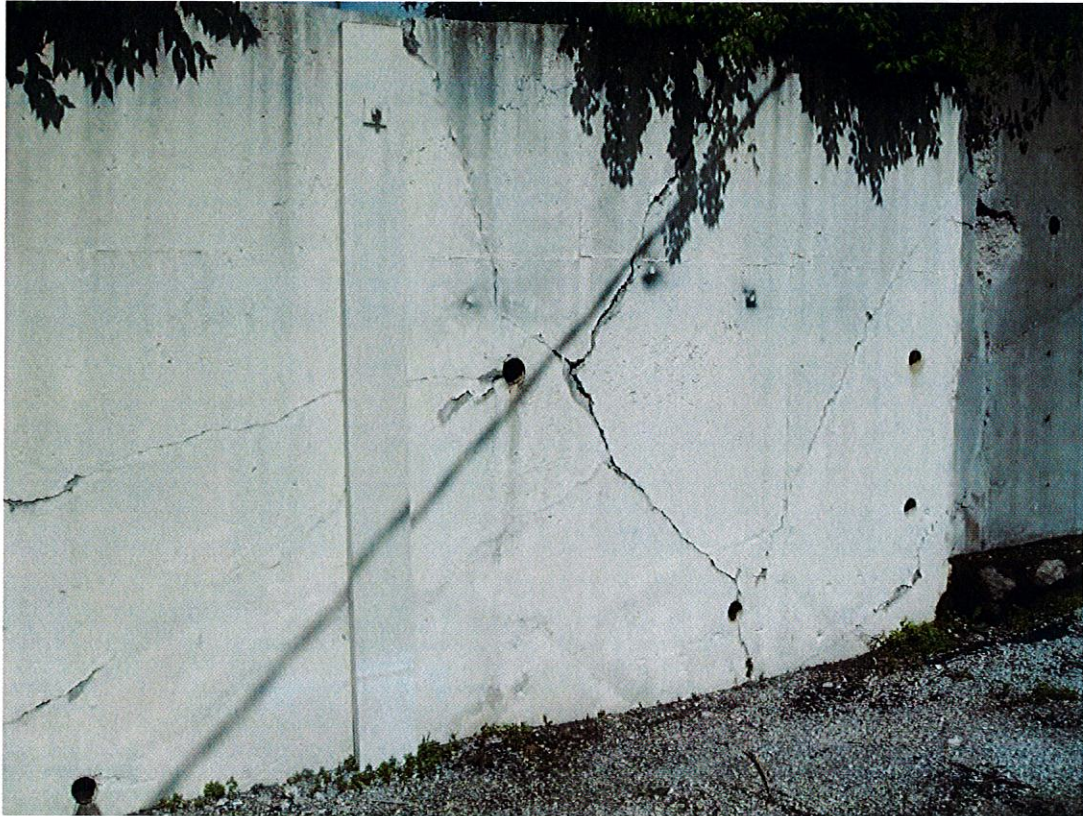


Photo 17 – Deteriorated/compromised retaining wall.

Upon inspection, it was noted that the west and north retaining wall exhibited significant structure deterioration.



Photo 18 – Deteriorating concrete sidewalk.

Several locations within the District were observed with deteriorating concrete sidewalks. While this is not a critical issue at this point, it does show that if action is not taken continued deterioration could occur.

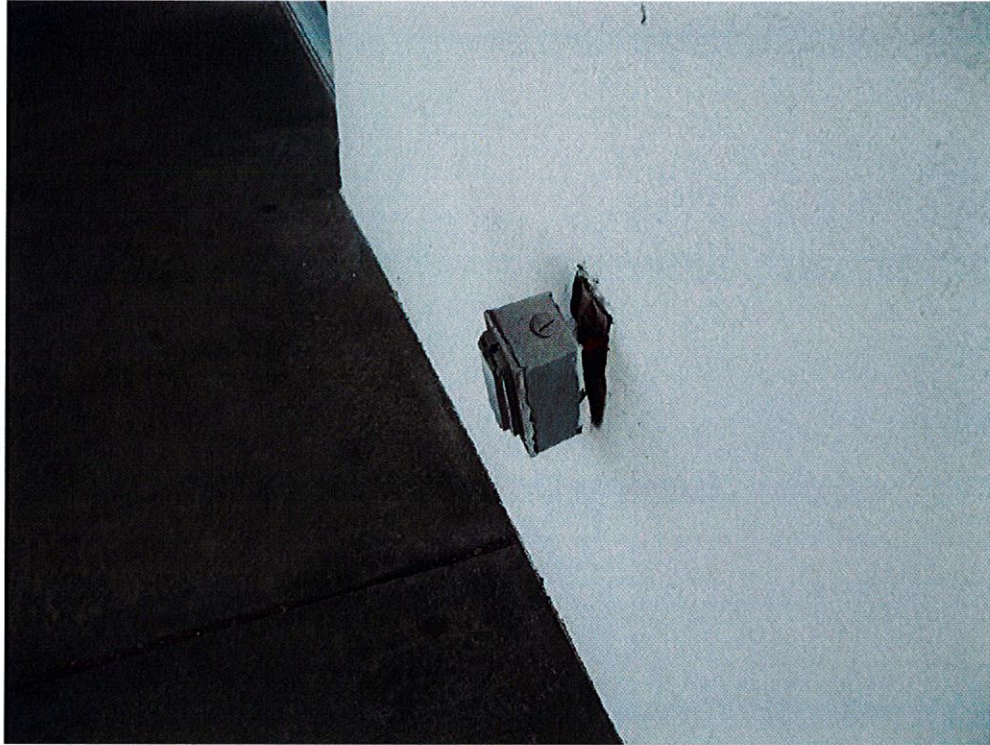


Photo 19 – Damaged/deteriorated electrical box.

Deteriorated or damaged electrical service box was noted in a highly trafficked pedestrian location. This potentially represents a hazard to passersby who may inadvertently dislodge or touch live electrical wires.



Photo 20 – Inadequate drainage.

Along the northern portion of the shopping center, several locations were noted where roof downspouts were inadequately drained. This can lead to possible water infiltration into the structure of the building.



Photo 21 – Deteriorated flashing material.

Deteriorated flashing material can lead to water infiltration into the structure of the building. This can lead to additional building interior deterioration and possible environmental issues (presence and growth of mold). Interior water infiltration at this location was not observed, however if remedial activities don't occur possible issues might arise in the future.

Also not rainwater gutter system is inadequate and not properly installed.



Photo 22 – View of north service alley. Typical of alley condition. Photo looking west.



Photo 23 – Vacant tenant space.



Photo 24 – Vacant tenant space.



Photo 25 – Roof structure deterioration.

Several locations were observed with deteriorated or damaged roof structures. Deteriorated roof structures can lead to water infiltration and further damage to interior finishes.



Photo 26 – Roof structure deterioration.

Several locations were observed with deteriorated or damaged roof structures. Deteriorated roof structures can lead to water infiltration and further damage to interior finishes.



Photo 27 – Roof structure deterioration.

Several locations were observed with deteriorated or damaged roof structures. Deteriorated roof structures can lead to water infiltration and further damage to interior finishes. This images shows a temporary water catchment system.



Photo 28 – Roof structure deterioration.

Several locations were observed with deteriorated or damaged roof structures. Deteriorated roof structures can lead to water infiltration and further damage to interior finishes. This image appears to be abandoned roof service vents. Access to the roof was unavailable, so conditions above this location were not observed.

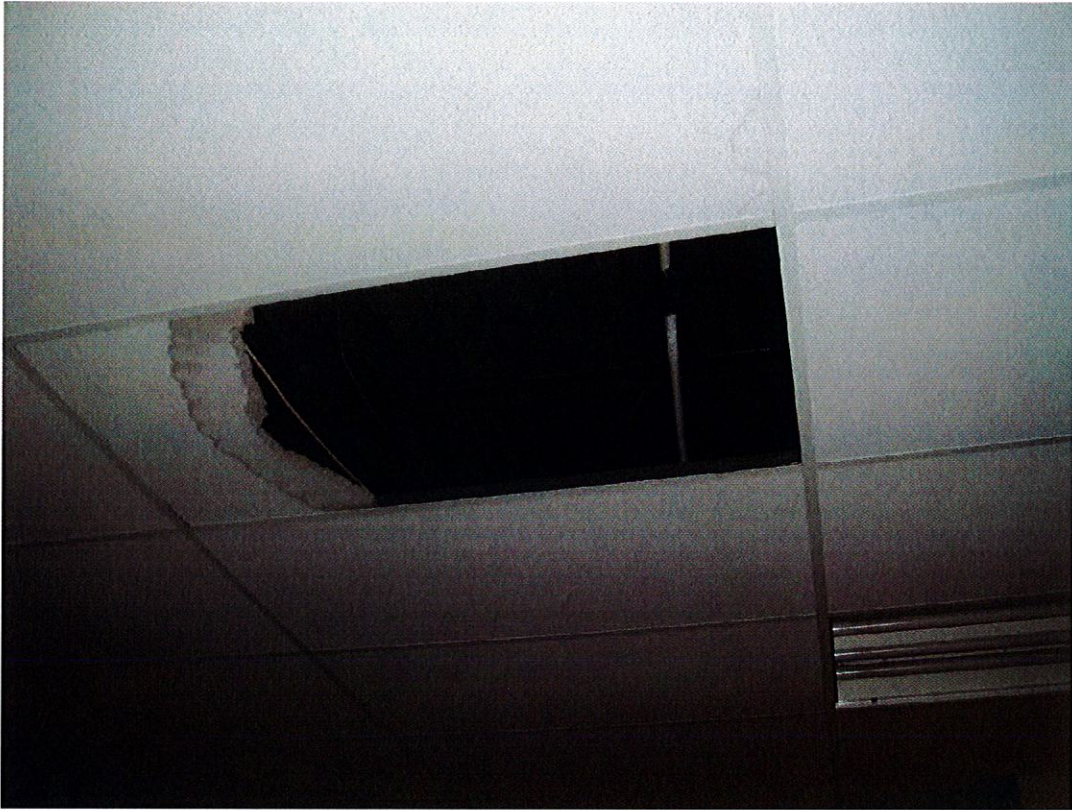


Photo 29 – Interior ceiling tile deterioration.

Deteriorated/damaged ceiling tile shows water damage and deterioration to the point that it has fallen to the floor. This is an indication that the roof structure is compromised at this location.

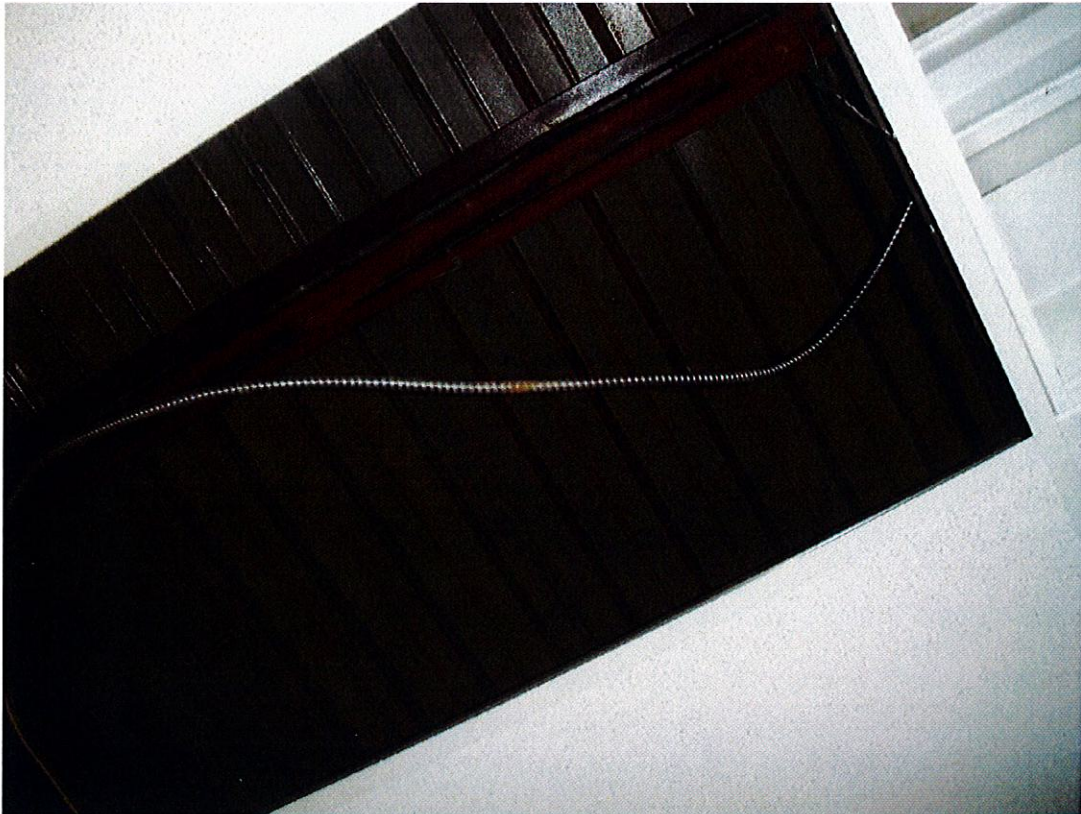


Photo 30 – Roof structure condensation.

Upon inspection, several locations were noted which significant condensation was observed on the underside of the roof structure. This was significant enough that it was dripping and falling onto the ceiling and floor below.

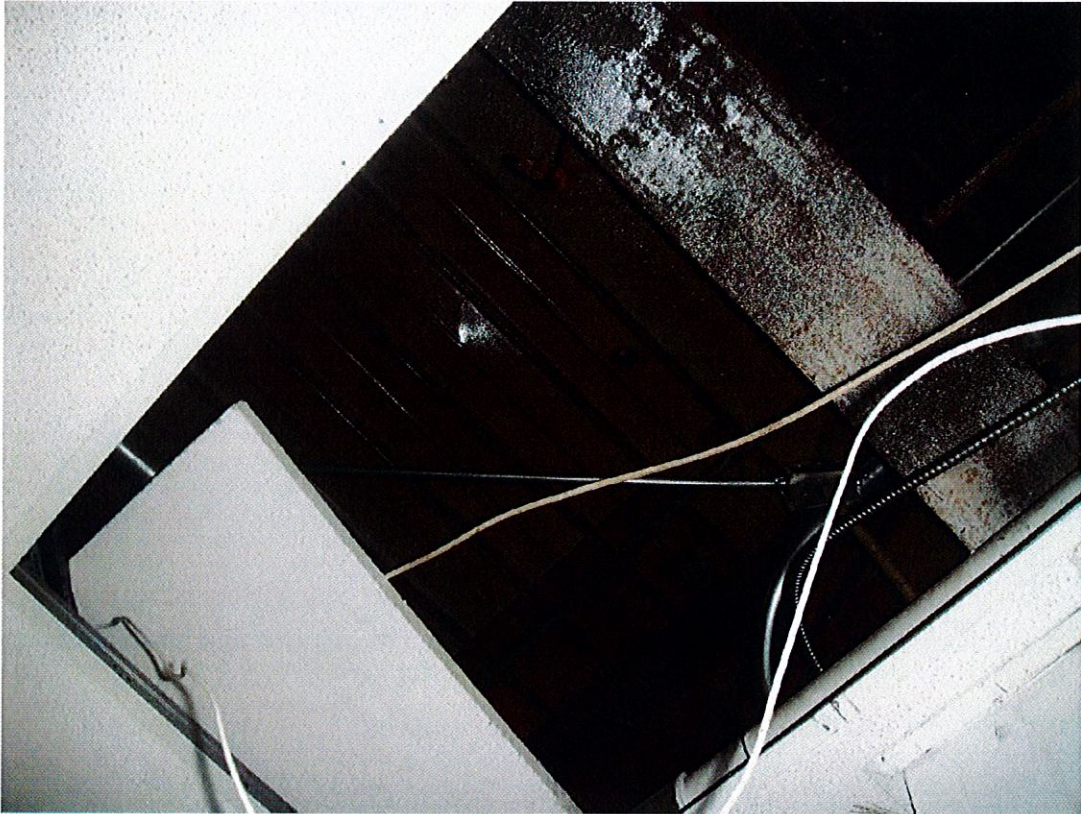


Photo 31 – Roof structure condensation.

Upon inspection, several locations were noted which significant condensation was observed on the underside of the roof structure. This was significant enough that it was dripping and falling onto the ceiling and floor below.



Photo 32 – Roof structure condensation.

Upon inspection, several locations were noted which significant condensation was observed on the underside of the roof structure. This was significant enough that it was dripping and falling onto the ceiling and floor below.



Photo 33 – Roof structure condensation.

Upon inspection, several locations were noted which significant condensation was observed on the underside of the roof structure. This was significant enough that it was dripping and falling onto the ceiling and floor below.

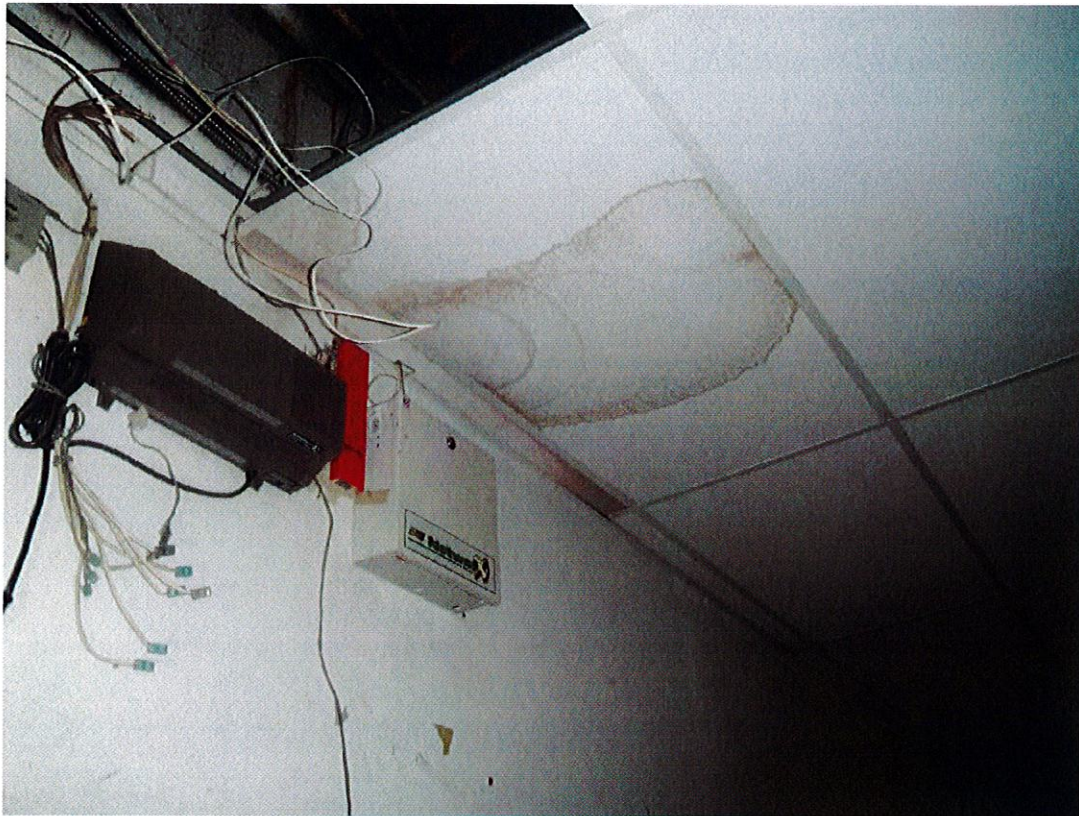


Photo 34 – Interior ceiling tile deterioration.

Deteriorated/damaged ceiling tile shows water damage and deterioration to the point that it has fallen to the floor. This is an indication that the roof structure is compromised at this location.



Photo 35 – Deteriorating exterior tenant door.

Tenant exterior door and frame exhibited significant rust and rot at this location. This is a sign of inadequate drainage from the exterior.



Photo 36 – Deteriorated/damaged floor tile.

Due to the age of improvements within the District, a number of finish materials exhibit wear and tear, often in highly trafficked areas. A regular operations and maintenance program would alleviate these conditions on an annual basis.



Photo 37 – Overflowing trash dumpster.

Excessive trash and debris was noted at this dumpster location. This condition could promote rodent infestation in and around the property.



Photo 38 – Excessive exterior storage.

One location within the District exhibited excessive exterior storage. Much of the materials appear to be scrap materials or trash. It should be noted that the area was fenced and screened, but was still readily observable.



Photo 39 – Excessive exterior storage.

One location within the District exhibited excessive exterior storage. Much of the materials appear to be scrap materials or trash. It should be noted that the area was fenced and screened, but was still readily observable.



Photo 40 – Former gas pump location.

One of the structures within the District appears to have been a former service/gas station. Former gas pump locations were noted, as the photo above indicates. Confirmation and records of formal underground storage tank (UST) removal were not obtained as part of this analysis.



Photo 41 – Inadequate drainage area.

Located at the southeast corner of the District, an inadequate drainage area appears to be impacting the structure at this location. It appears efforts have been made to waterproof the exterior of the structure at this location, as well as steps to divert runoff.

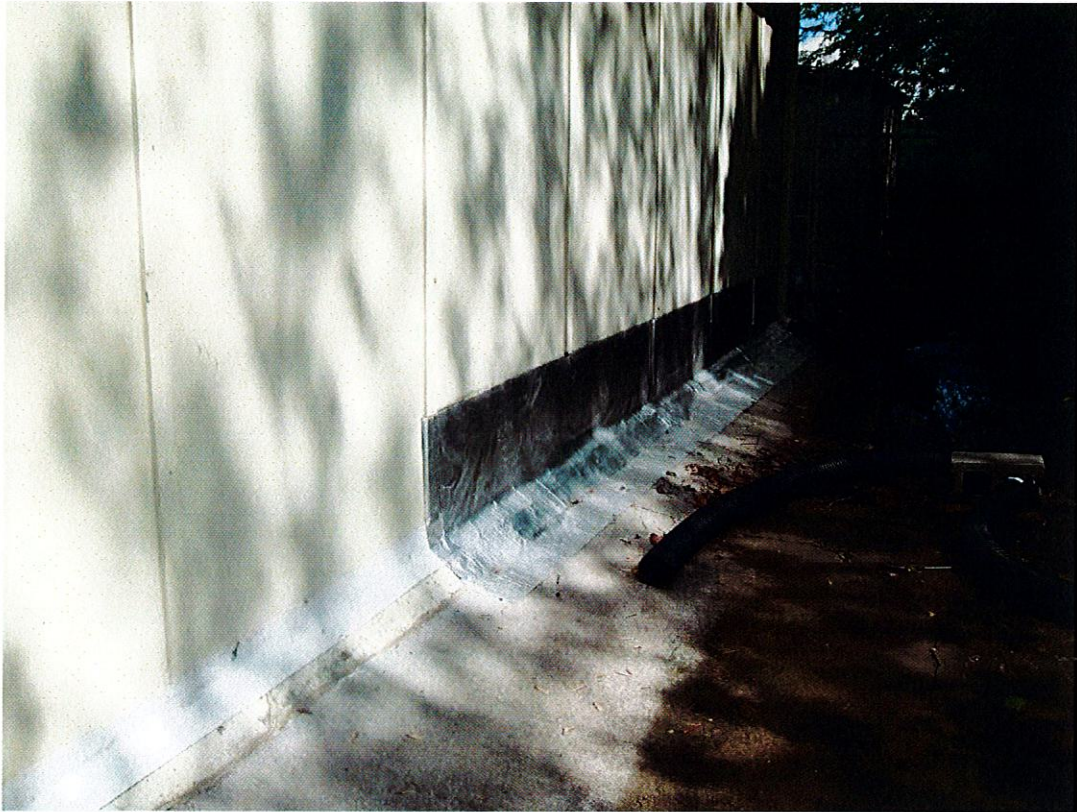


Photo 42 – Inadequate drainage area.

Located at the southeast corner of the District, an inadequate drainage area appears to be impacting the structure at this location. It appears efforts have been made to waterproof the exterior of the structure at this location, as well as steps to divert runoff.



Photo 43 – Inadequate drainage area.

Located at the southeast corner of the District, an inadequate drainage area appears to be impacting the structure at this location. It appears efforts have been made to waterproof the exterior of the structure at this location, as well as steps to divert runoff.



Photo 44 – Inadequate drainage area.

Located at the southeast corner of the District, an inadequate drainage area appears to be impacting the structure at this location. It appears efforts have been made to waterproof the exterior of the structure at this location, as well as steps to divert runoff.



Photo 45 – Inadequate drainage area.

Located at the southeast corner of the District, an inadequate drainage area appears to be impacting the structure at this location. It appears efforts have been made to waterproof the exterior of the structure at this location, as well as steps to divert runoff.



Photo 46 – Deteriorating roofing material.

Located on the south east structure, several locations of deteriorated roofing material were noted.

Exhibit D: Certification

I certify that, to the best of my knowledge and belief...

1. The Statements of fact contained in this report are true and correct.
2. The reported analyses, opinions, and conclusions are limited only by the reported assumptions and limiting conditions, and are my personal, unbiased professional analyses, opinions, and conclusions.
3. I have no present or prospective interest in the property that is the subject of this report, and I have no personal interest with respect to the parties involved.
4. I have no bias with respect to the property that is the subject of this report or to the parties involved with this assignment.
5. My compensation is not contingent on an action or event resulting from the analyses, opinions, or conclusions in, or the use of, this report.
6. Jim Potter, AICP has made a personal inspection of the property that is the subject of this report on May 13, 2019.
7. This study is not based on a requested result or a specific conclusion.
8. I have not relied on unsupported conclusions relating to characteristics such as race, color, religion, national origin, gender, marital status, familial status, age, receipt of public assistance income, handicap, or an unsupported conclusion that homogeneity of such characteristics is necessary to maximize value.



James Potter, AICP, LEED GA



Chris Sally, CCIM

Exhibit E: Consultant Qualifications

DEVELOPMENT INITIATIVES, BLIGHT/CONSERVATION-PROJECT SUMMARY

- BLIGHT ANALYSIS (353), RESIDENTIAL UPLIFT, LIBERTY, MO
- BLIGHT ANALYSIS AND REDEVELOPMENT PLAN (PIEA), MIDTOWN PRO-ACTIVE HOUSING, KANSAS CITY, MO
- BLIGHT ANALYSIS (CID), RIVERSIDE CROSSING CID, RIVERSIDE, MO
- BLIGHT ANALYSIS AND REDEVELOPMENT PLAN (PIEA), ARMOUR GILLHAM ADDITION, KANSAS CITY, MO
- BLIGHT ANALYSIS (CID), ROMANELLI CENTER, KANSAS CITY, MO
- BLIGHT ANALYSIS (CID), 45TH & MAIN CID, KANSAS CITY, MO
- BLIGHT ANALYSIS (353), DOWNTOWN UPLIFT 353, CITY OF CAMERON, MO
- BLIGHT ANALYSIS (TIF), ASSOCIATED WHOLESALE GROCERS, GARDNER, KS
- BLIGHT ANALYSIS (353), MAIN CENTER REDEVELOPMENT CORPORATION, CITY OF BLUE SPRINGS, MO
- BLIGHT ANALYSIS (TIF), CITY OF MOUNT VERNON, MO
- BLIGHT ANALYSIS & REDEVELOPMENT PLAN (PIEA), 19TH & MCGEE, KANSAS CITY, MO
- BLIGHT ANALYSIS (TIF), ALLIS-CHALMERS, INDEPENDENCE, MO
- BLIGHT ANALYSIS (CID), GRANDVIEW STATION, GRANDVIEW, MO
- BLIGHT ANALYSIS & REDEVELOPMENT PLAN (PIEA), EAST BANNISTER AMENDMENT, KANSAS CITY, MO
- BLIGHT ANALYSIS & REDEVELOPMENT PLAN (PIEA), NORTH MONTGALL PIEA, KANSAS CITY, MO
- BLIGHT ANALYSIS (CID), 85 WORNALL, KANSAS CITY, MO
- BLIGHT ANALYSIS (353), 2708 TROOST, KANSAS CITY, MO
- BLIGHT ANALYSIS (CID), KANSAS & KEARNEY, SPRINGFIELD, MO
- BLIGHT ANALYSIS (TIF), OSAGE STATION, OSAGE BEACH, MO
- BLIGHT ANALYSIS & REDEVELOPMENT PLAN (PIEA), EAST BANNISTER, KANSAS CITY, MO
- BLIGHT ANALYSIS (353), CITY OF NORTH KANSAS CITY, MO
- BLIGHT ANALYSIS (353), HILLYARD TIF, ST. JOSEPH, MO
- BLIGHT ANALYSIS (TIF), VILLAGE AT VIEW HIGH, LEE'S SUMMIT, MO
- BLIGHT ANALYSIS (CID), INTERCONTINENTAL, KANSAS CITY, MO
- BLIGHT ANALYSIS (LCRA), 50/M-291 HIGHWAY URA EXPANSION, LEE'S SUMMIT, MO
- BLIGHT ANALYSIS (CID), FLINT HILLS MALL, EMPORIA, KS
- BLIGHT ANALYSIS (CID), LEE'S SUMMIT, MO
- BLIGHT ANALYSIS (353), DOWNTOWN RICHMOND, MO
- BLIGHT ANALYSIS (TIF), GATEWAY VILLAGE, GRANDVIEW, MO
- BLIGHT ANALYSIS (353), ALANA HOTEL APARTMENTS, KANSAS CITY, MO
- BLIGHT ANALYSIS (TIF), MISSION FALLS TIF, MISSION, KS
- BLIGHT ANALYSIS (LCRA), EAST CROSSROADS URA, KANSAS CITY, MO
- BLIGHT ANALYSIS (TIF), JOPLIN, MO
- BLIGHT ANALYSIS (TIF), ARROWHEAD POINTE, OSAGE BEACH, MO
- BLIGHT ANALYSIS (353), JKV, LEE'S SUMMIT, MO
- BLIGHT ANALYSIS (353/CID), ROLLA, MO
- BLIGHT ANALYSIS (353), LIBERTY, MO
- BLIGHT ANALYSIS (EEZ), HOLT COUNTY, MO
- BLIGHT ANALYSIS (CID), LAKEWOOD CID, LEE'S SUMMIT, MO
- BLIGHT ANALYSIS (CID), SOUTH GLENSTONE CID, SPRINGFIELD, MO
- BLIGHT ANALYSIS (353), RICHMOND, MO
- BLIGHT ANALYSIS (LCRA), 50/M-291, LEE'S SUMMIT, MO
- BLIGHT ANALYSIS (LCRA), LAKEWOOD BUSINESS PARK, LEE'S SUMMIT, MO
- BLIGHT ANALYSIS AND REDEVELOPMENT PLAN (PIEA), 18TH & MCGEE AMENDMENT, KANSAS CITY, MO
- BLIGHT ANALYSIS (LCRA), 36TH & GILLHAM, KANSAS CITY, MO
- BLIGHT ANALYSIS (CID), NOLAND FASHION SQUARE, INDEPENDENCE, MO
- BLIGHT ANALYSIS (353), HEER'S BUILDING, SPRINGFIELD, MO

- BLIGHT ANALYSIS (TIF), VIEW HIGH GREEN, LEE'S SUMMIT, MO
- BLIGHT ANALYSIS (353), BELVOIR 353 PLAN, LIBERTY, MO
- BLIGHT ANALYSIS (TIF), BELVOIR TIF PLAN, LIBERTY, MO
- BLIGHT ANALYSIS (CID), SOUTH 63 CORRIDOR CID, CITY OF KIRKSVILLE, MO
- CONSERVATION ANALYSIS (TIF), WINCHESTER, KANSAS CITY, MO
- BLIGHT ANALYSIS (TIF), CARONDELET, KANSAS CITY, MO
- BLIGHT ANALYSIS (TIF), SUNRISE BEACH, MISSOURI
- BLIGHT ANALYSIS (353), CITY OF LEE'S SUMMIT, MISSOURI
- BLIGHT ANALYSIS (LCRA), DOWNTOWN CORE, CITY OF LEE'S SUMMIT, MO
- BLIGHT ANALYSIS (LCRA), LICATA PLAN, CITY OF LEE'S SUMMIT, MO
- BLIGHT ANALYSIS (353), CITY OF LIBERTY, MISSOURI
- BLIGHT ANALYSIS-PEER REVIEW (353), GRANDVIEW, MO
- BLIGHT ANALYSIS (CID), CROSSROADS SHOPPING CENTER, LIBERTY, MO
- BLIGHT ANALYSIS (TIF), HIGHWAY Y & 58, BELTON, MO
- BLIGHT ANALYSIS(CID), LIBERTY CORNERS SHOPPING CENTER, LIBERTY, MO
- BLIGHT ANALYSIS AND REDEVELOPMENT PLAN (PIEA), VIVION CORRIDOR, KCMO
- BLIGHT ANALYSIS (TIF), SOUTH HIGHWAY 63 CORRIDOR, KIRKSVILLE, MISSOURI
- BLIGHT ANALYSIS-PEER REVIEW, (TIF), ATCHISON, MISSOURI
- BLIGHT ANALYSIS (TIF), HIGHPOINTE SHOPPING CENTER, OSAGE BEACH, MISSOURI
- BLIGHT ANALYSIS AND REDEVELOPMENT PLAN (PIEA), 39TH & STATE LINE, KCMO
- CONSERVATION ANALYSIS (MODESA), LAKE OZARK, MISSOURI
- BLIGHT ANALYSIS-PEER REVIEW, (TIF), MARINA VIEW, KIRKSVILLE, MISSOURI
- CONSERVATION ANALYSIS (TIF), CLAYTON, MISSOURI
- BLIGHT ANALYSIS, (TIF), DOGWOOD CENTRE, KIRKSVILLE, MISSOURI
- BLIGHT ANALYSIS, (TIF), BRISCOE TIF, LAKE OZARK, MISSOURI
- BLIGHT ANALYSIS, (TIF), US 54 & BUSINESS 54, LAKE OZARK, MISSOURI
- BLIGHT ANALYSIS, (TIF), QUADRA TIF, BELTON, MISSOURI
- BLIGHT ANALYSIS AND REDEVELOPMENT PLAN (PIEA), DODSON PIEA, KCMO
- BLIGHT ANALYSIS AND REDEVELOPMENT PLAN (PIEA), CROSSROADS ARTS, KCMO
- BLIGHT ANALYSIS AND REDEVELOPMENT PLAN (PIEA), CROSSROADS AMENDMENT, KCMO
- BLIGHT ANALYSIS, (TIF), ROGERS SPORTING GOODS, LIBERTY, MISSOURI
- BLIGHT ANALYSIS, (TIF), BELTON MARKETPLACE, BELTON, MISSOURI
- BLIGHT ANALYSIS-PEER REVIEW, (353), WESTFIELD CORPORATION, ST. CHARLES, MISSOURI
- BLIGHT ANALYSIS, (TIF), KANSAS CITY, MO SWOPE COMMUNITY BUILDERS
- CONSERVATION ANALYSIS, (TIF), LAKE LOTAWANA, MO
- BLIGHT ANALYSIS, (TIF), OSAGE BEACH, MO, OAK RIDGE LANDING DEVELOPMENT
- BLIGHT ANALYSIS, (TIF), LAKE OZARK, MO, STANTON DEVELOPMENT COMPANY
- BLIGHT ANALYSIS AND REDEVELOPMENT PLAN (PIEA), WASHINGTON 23 AMENDMENT, KCMO
- BLIGHT ANALYSIS AND REDEVELOPMENT PLAN (PIEA), FILM ROW, KCMO
- CONSERVATION ANALYSIS, (TIF), KANSAS CITY, MO, TIME EQUITIES, INC., NEW YORK, NY
- BLIGHT ANALYSIS AND REDEVELOPMENT PLAN (PIEA), VALENTINE/BROADWAY, KCMO
- BLIGHT ANALYSIS AND REDEVELOPMENT PLAN (PIEA), WASHINGTON 23, KCMO
- BLIGHT ANALYSIS AND REDEVELOPMENT PLAN (PIEA), BOULEVARD BREWING COMPANY, KCMO
- BLIGHT ANALYSIS (TIF), OZARK DIVERSIFIED DEVELOPERS, BRANSON, MO
- BLIGHT ANALYSIS (TIF), MCCOWN GORDON CONSTRUCTION, KCMO
- BLIGHT ANALYSIS AND REDEVELOPMENT PLAN (PIEA), LEVITT ENTERPRISES, KCMO
- BLIGHT ANALYSIS AND REDEVELOPMENT PLAN (PIEA), TIME EQUITIES, NY, NY
- BLIGHT ANALYSIS AND REDEVELOPMENT PLAN (PIEA), URBAN COEUR DEVELOPMENT, KCMO
- BLIGHT ANALYSIS (TIF), HOSPITALITY MANAGEMENT ASSOC., LINCOLN, NE

DEVELOPMENT INITIATIVES

- BLIGHT ANALYSIS (TIF), HUSCH & EPPENBERGER, LLC, KANSAS CITY, MO
- BLIGHT ANALYSIS AND REDEVELOPMENT PLAN (PIEA), KANSAS CITY NEIGHBORHOOD ALLIANCE, KANSAS CITY, MO
- BLIGHT ANALYSIS (TIF), KING HERSHEY, ATTORNEYS AT LAW, KCMO
- BLIGHT ANALYSIS (TIF), LATHROP & GAGE, ATTORNEYS AT LAW, KCMO
- BLIGHT ANALYSIS (TIF), POLSINELLI SHALTON WELTE, ATTORNEYS AT LAW, KANSAS CITY, MO
- BLIGHT ANALYSIS AND REDEVELOPMENT PLAN (PIEA), COMPASS ENVIRONMENTAL, CHICAGO, ILLINOIS
- BLIGHT ANALYSIS (TIF), DST REALTY, KANSAS CITY, MO
- BLIGHT ANALYSIS AND REDEVELOPMENT PLAN (PIEA) MCZ CENTRUM, CHICAGO, ILLINOIS
- BLIGHT ANALYSIS AND REDEVELOPMENT PLAN (PIEA) UNION HILL DEVELOPMENT, KCMO
- BLIGHT STUDY AND ANALYSIS (TIF), GRAIN VALLEY, MISSOURI, WARD DEVELOPMENT COMPANY
- BLIGHT STUDY AND ANALYSIS, PERSHING STATION PARTNERS, KANSAS CITY, MISSOURI

Signature Page for Petition to Establish Southside Plaza Community Improvement District

I request that the City Council of the City of Lee's Summit, Missouri establish Southside Plaza Community Improvement District according to the preceding Petition.

Name of Owner: Brain Dev 3, LLC

Owner's Telephone Number:

Owner's Mailing Address: 300 E. 39th St., Kansas City, MO 64111

If signer is different from owner:

Name of Signer:

Basis of legal authority to sign:

Signer's Telephone Number:

Signer's Mailing Address:

If the owner is an individual, state if the owner is single or married: N/A

If the owner is not an individual, state what type of entity: a Missouri limited liability company

The map and parcel numbers and assessed values of the properties owned:

- | | | |
|----|-------------------------------|--------------------------|
| 1. | Map and Parcel Number: | 61-420-02-38-00-0-00-000 |
| | Assessed Value: | \$1,168,960.00 |
| 2. | Map and Parcel Number: | 61-420-02-15-00-0-00-000 |
| | Assessed Value: | \$78,496.00 |

By executing this Petition, the undersigned represents and warrants that he has received a copy of this Petition, has read this Petition, is authorized to execute this Petition on behalf of the property owner named immediately above, and authorizes this signature page to be attached to the original Petition to be filed in the Office of the City Clerk. The undersigned also acknowledges that his signature may not be withdrawn later than seven (7) days after this Petition is filed with the clerk of the City.

Brain Dev 3, LLC,
A Missouri limited liability company

By: 

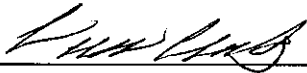
Name: Andrew Brain

Title: Manager

State of Missouri)
County of Jackson) ss:

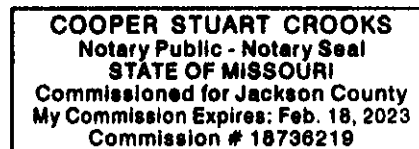
On this 5 day of March, 2020, before me, the undersigned notary public, personally appeared Andrew Brain, as Manager of Brain Dev 3, LLC, a Missouri limited liability company, personally known to be the person whose name is signed on the preceding documents, and acknowledged to the notary that he signed it voluntarily for its stated purpose as the free act and deed of said company.

Witness my hand and official seal this 5 day of March, 2020.



Notary Public

My Commission Expires: 02/18/23



AFFIDAVIT OF AUTHORITY TO SIGN THE PETITION

STATE OF Missouri)
) ss.
COUNTY OF Jackson)


COMES NOW, Andrew Brain, ("Affiant"), who first being duly sworn upon his oath states as follows:

1. Affiant is over twenty-one years old and is not subject to any legal disabilities.
2. Affiant is the Manager (title) of Brain Dev 3, LLC ("Owner"); a limited liability company organized under the laws of the State of Missouri.
3. Affiant is duly authorized on behalf of Owner who is the owner of certain real property located within the boundaries shown on the Petition ("Petition") to establish the Southside Plaza Community Improvement District ("District");
4. Affiant hereby certifies that Owner has determined to sign the Petition in furtherance of the extension of the District and for the purposes expressed in the Petition.
5. As evidenced by this Affidavit, Affiant certifies that Affiant is authorized to sign the Petition on behalf of Owner.

FURTHER AFFIANT SAITH NAUGHT.


Name: Andrew Brain

Subscribed and sworn to before me a Notary Public in the above named county and state on the 5 day of March, 2020.


Notary Public
Cooper Crooks
(Type or Print Name)

MY COMMISSION EXPIRES: Feb. 18, 2023

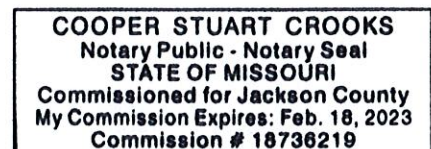


EXHIBIT B
ORDINANCE NO. 8894

BILL NO. 20-93

ORDINANCE NO. 8894

AN ORDINANCE APPROVING THE PETITION FOR ESTABLISHMENT OF THE SOUTHSIDE PLAZA 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, on March 12, 2020, the property owner Brian Dev 3, LLC, 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 to Establish the Southside Plaza 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 May 19, 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. The City Representative whose name shall be added to paragraph IV.B.3 of the Petition is Mark Dunning, Assistant City Manager.

SECTION 5. The District's Board of Directors shall have authority to establish a sales and use 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) satisfaction of the CID Debt, as defined in the Petition or (ii) the date that is twenty seven (27) years from the date that the District Sales Tax commences to be collected within the District. The District may be terminated at an earlier date in accordance with the provisions of the CID Act and the terms and conditions of a cooperative agreement between the City and the District.

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. The Cooperative Agreement which is attached hereto as Exhibit A and incorporated herein by reference (the "Agreement"), is hereby approved and the City Manager is authorized and directed to execute the Agreement in substantial compliance with the attached Agreement.

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. 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, 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 further declaration by the City Council.

SECTION 12. All ordinances or parts of ordinances in conflict with this Ordinance are hereby repealed.

BILL NO. 20-93

ORDINANCE NO. 8894

SECTION 13. 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 of the City of Lee's Summit, Missouri, this 9th day of June, 2020.



Mayor William A. Baird

ATTEST:



City Clerk Trisha Fowler Arcuri

APPROVED by the Mayor of said city this 16th day of June, 2020.



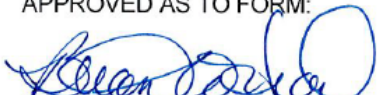
Mayor William A. Baird

ATTEST:



City Clerk Trisha Fowler Arcuri

APPROVED AS TO FORM:



City Attorney Brian W. Head

EXHIBIT A
CID PETITION

[Attached]

EXHIBIT C

DISTRICT LEGAL DESCRIPTION

A tract of land, all in parts of the North half of Section 7, Township 47 North, Range 31 West, Jackson County, Missouri, being more particularly described as follows:

Beginning at the Southwesterly corner of parcel JA61-420-02-38-00-0-00-000 (this and all subsequent parcel numbers referenced herein are based on the parcel identification numbers used by the Jackson County, Missouri Assessment Department), also being a point located on the Northerly right of way line of SW Blue Parkway, as now established, the POINT OF BEGINNING; thence Northerly along the Westerly line of said parcel to the Northwesterly corner thereof; thence Easterly along the Northerly line of parcel JA61-420-02-38-00-0-00-000 to the intersection of the Northerly and Easterly line of said parcel; thence Southerly along the Easterly line of said parcel to the intersection of the Easterly and Northerly line of said parcel; thence Easterly along the Northerly line of said parcel to the Northeasterly corner thereof, also being a point located on the Westerly right of way line of SW Nichols Street, as now established; thence Southerly along the Easterly line of parcels JA61-420-02-38-00-0-00-000 and JA61-420-02-15-00-0-00-000 to the Southeasterly corner of parcel JA61-420-02-15-00-0-00-000, also being a point located on the Northerly right of way line of SW Blue Parkway; thence Northwesterly along the Southerly line of parcel JA61-420-02-15-00-0-00-000 to the Southwesterly corner thereof; thence Northerly along the Westerly line of said parcel to the Northwesterly corner thereof, also being a point located on the Southerly line of parcel JA61-420-02-38-00-0-00-000; thence Westerly along the Southerly line of parcel JA61-420-02-38-00-0-00-000 to the intersection of the Southerly and Easterly line of said parcel; thence Southerly along the Easterly line of parcel JA61-420-02-38-00-0-00-000 to the Southeasterly corner thereof, also being a point located on the Northerly right of way line of SW Blue Parkway; thence Northwesterly along the Southerly line of parcel JA61-420-02-38-00-0-00-000 to the Southwesterly corner of said parcel, the POINT OF BEGINNING.

EXHIBIT D
DISTRICT BOUNDARY MAP

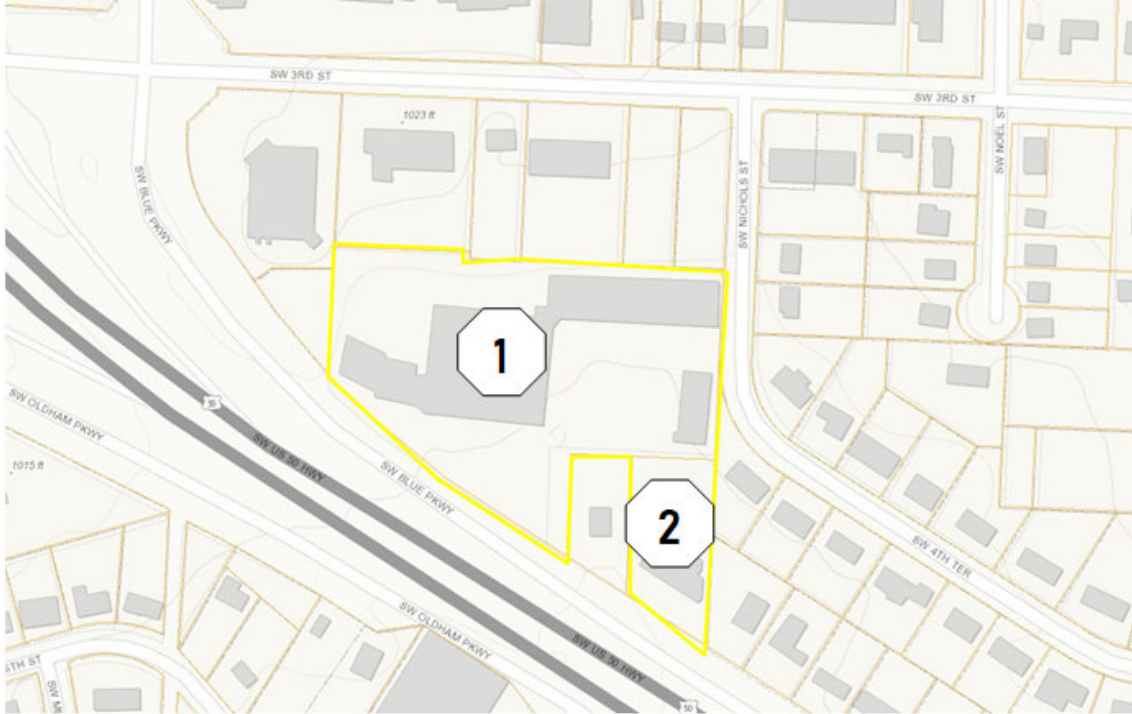


EXHIBIT E
SPECIAL ASSESSMENT PETITION

The Southside Plaza Community Improvement District (the “District”) shall be authorized to levy special assessments against real property benefitted within the District for the purpose of providing revenue for costs incurred by the District for:

- (a) employing and/or contracting for personnel and services necessary to improve safety and assistance to patrons within the District;
- (b) providing maintenance, repair, and renovation of public areas within the District; and
- (c) providing site improvement and transportation-related improvements within the District consisting of (i) new façade for the existing shopping center, (ii) resurfacing and restriping existing parking lot, (iii) retaining wall improvements - tiebacks, (iv) roof replacement, (v) HVAC Updates, (vi) drainage improvements, (vii) repair/replace garage doors, and (viii) concrete work.

All as set out in the petition to Amend the District.

The special assessments may be levied annually against each Lot (as described below) within the District. The cost of the services and/or projects shall be equally allocated among each of the Lots in an amount equal to one hundred percent (100%) of the amount of ad valorem real property taxes for the applicable tax year that have been abated for such Lot pursuant to that certain Southside Plaza LCRA Redevelopment Plan (the “Redevelopment Plan”) approved by the City Council of the City of Lee’s Summit, Missouri through the adoption of Ordinance No. 9171 on June 15, 2021, less any PILOTs (as defined in the Redevelopment Plan) levied against such Lot for the applicable tax year. The authorization to levy the special assessments shall be concurrent with the life of the District on the effective date of this Petition. The properties located within the District that will receive special benefit from the services are set forth below (each individually being a “Lot,” and collectively, “Lots”):

1. Parcel Number: 61-420-02-38-00-0-00-000
Common Address: 400 SW Nichols St, Lee’s Summit, MO 64063
Legal Description: Beginning at a point 76.70 feet East and 270.00 Feet South of the Northwest corner of the Northeast Quarter of the Northwest Quarter of Section 7, Township 47, Range 31 in the City of Lee’s Summit, Jackson County, Missouri; thence West 212.26 Feet; thence South 250.50 feet to the Northerly line of U.S. Highway 50; thence Southeasterly with said Northerly line of U.S. Highway 50, 444.60 feet; thence North 175 feet; thence East 226.20 feet; thence North

289.2 feet; thence West 405 feet, more or less, to a point, said point being the Southwest corner of Lot 1, Ziegler Addition; thence North 10 feet to the point of beginning.

2. Parcel Number: 61-420-02-15-00-0-00-000
Common Address: 712 SW Blue PKWY, Lee's Summit, MO 64063
Legal Description: Beginning at a point 476.7 feet East and 569.2 feet South of the Northwest Corner of the Northeast Quarter of the Northwest Quarter of Section 7, Township 47, Range 31; thence West parallel to the North line of said Quarter of Quarter Section, 129.6 feet; thence South 230.4 feet to the Northerly line of U.S. Highway No. 50; thence Southeasterly with said North line of U.S. Highway No. 50, 150.5 feet; thence North 305.5 feet to the point of beginning, in Lee's Summit, Jackson County, Missouri, except that part in roads, if any.

The special assessments authorized by this Petition may be imposed on any additional Lots that are created through future subdivision and platting of the above-referenced property in the District.

**Signature Page for Petition to Amend the Petition to Establish Southside Plaza Community
Improvement District**

I request that the City Council of the City of Lee's Summit, Missouri establish Southside Plaza Community Improvement District according to the preceding Petition.

Name of Owner: Brain Dev 3, LLC
Owner's Telephone Number:
Owner's Mailing Address: 300 E. 39th St., Kansas City, MO 64111

If signer is different from owner:
Name of Signer:
Basis of legal authority to sign:
Signer's Telephone Number:
Signer's Mailing Address:

If the owner is an individual, state if the owner is single or married: N/A

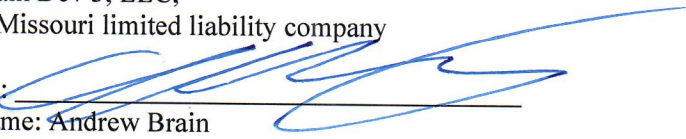
If the owner is not an individual, state what type of entity: a Missouri limited liability company

The map and parcel numbers and assessed values of the properties owned:

- | | | |
|----|-------------------------------|--------------------------|
| 1. | Map and Parcel Number: | 61-420-02-38-00-0-00-000 |
| | Assessed Value: | \$1,009,600.00 |
| 2. | Map and Parcel Number: | 61-420-02-15-00-0-00-000 |
| | Assessed Value: | \$82,560.00 |

By executing this Amended Petition, the undersigned represents and warrants that he has received a copy of this Amended Petition, has read this Amended Petition, is authorized to execute this Amended Petition on behalf of the property owner named immediately above, and authorizes this signature page to be attached to the original Amended Petition to be filed in the Office of the City Clerk. The undersigned also acknowledges that his signature may not be withdrawn later than seven (7) days after this Amended Petition is filed with the clerk of the City.


Brain Dev 3, LLC,
A Missouri limited liability company

By: 
Name: Andrew Brain
Title: Manager

State of Missouri)
County of Jackson) ss:

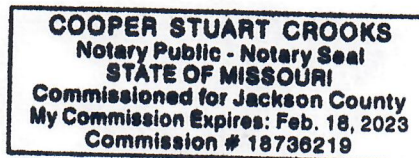
On this 12 day of July, 2021, before me, the undersigned notary public, personally appeared Andrew Brain, as Manager of Brain Dev 3, LLC, a Missouri limited liability company, personally known to be the person whose name is signed on the preceding documents, and acknowledged to the notary that he signed it voluntarily for its stated purpose as the free act and deed of said company.

Witness my hand and official seal this 12 day of July, 2021.



Notary Public

My Commission Expires: 02/18/23




AFFIDAVIT OF AUTHORITY TO SIGN THE PETITION

STATE OF Missouri)
COUNTY OF Jackson) ss.


COMES NOW, Andrew Brain, ("Affiant"), who first being duly sworn upon his oath states as follows:

1. Affiant is over twenty-one years old and is not subject to any legal disabilities.
2. Affiant is the Manager (title) of Brain Dev 3, LLC ("Owner"); a limited liability company organized under the laws of the State of Missouri.
3. Affiant is duly authorized on behalf of Owner who is the owner of certain real property located within the boundaries shown on the Petition ("Petition") to establish the Southside Plaza Community Improvement District ("District");
4. Affiant hereby certifies that Owner has determined to sign the Petition in furtherance of the extension of the District and for the purposes expressed in the Petition.
5. As evidenced by this Affidavit, Affiant certifies that Affiant is authorized to sign the Petition on behalf of Owner.

FURTHER AFFIANT SAITH NAUGHT.


Name: Andrew Brain

Subscribed and sworn to before me a Notary Public in the above named county and state on the 12 day of July, 2021.


Notary Public
Cooper Crooks
(Type or Print Name)

MY COMMISSION EXPIRES: 02/18/23

