

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF
THE INDUSTRIAL DEVELOPMENT AUTHORITY OF
THE CITY OF LEE'S SUMMIT, MISSOURI

The Industrial Development Authority of the City of Lee's Summit, Missouri met in special session on November 17, 2017, at 8:15 a.m., in the Lee's Summit, Missouri City Hall, Strother Conference Room, 220 SE Green Street in Lee's Summit, Missouri. The meeting was in accordance with notice duly given and posted.

<u>Name</u>	<u>Title</u>	<u>Present/Absent</u>
Rick Viar	President and Director	Present
Gene Gamber	Vice-President and Director	Present
Kristi E. Johnson-Ware	Treasurer and Director	Present
Don Beaman	Assistant Secretary and Director	Present
Jody Carroll	Director	Present
Tyler Morehead	Director	Present
Robert Handley	Director	Present

Also in attendance were Mr. David Martin and Mr. Sid Douglas of Gilmore & Bell, bond counsel, and Mr. Conrad Lamb, IDA Bond Compliance Officer. The President declared that a quorum was present and called the meeting to order. Approval of minutes of previous meetings on July 21, 2017 and July 26, 2017 was introduced by the President. A motion to approve the minutes previously distributed was made and seconded. The motion after been considered was put to a vote. Everyone voted in favor, none opposed. The President declared the motion approved unanimously.

Treasurer's Report: Treasurer Johnson-Ware reported the Authority had a present checking account balance of \$73,909.43 and a certificate of deposit of \$27,352.93 reflecting total funds of \$101,262.36. President Viar asked the Board's intention regarding renewal of the CD scheduled to mature March, 2018. Director Gamber moved to authorize renewal of the CD for a similar term and interest rate equal or higher. The motion was seconded by Director Morehead. After further discussion, the motion was put to a vote. Everyone voted in favor, none opposed. The President declared the motion approved.

The first item of business was consideration of a Challenge Grant Application by Lee's Summit Historical Society. The Application requested a \$10,000.00 grant to match contributions of \$10,000 from members and/or other supporters to be used to fund a \$20,000.00 project described more fully in the Application and Proposed Project Budget. Treasurer Johnson-Ware asked whether the budgeted line items were bids. Director Beaman reported they were not. After discussion regarding who would be responsible for cost overruns there was a consensus understanding that cost overruns would be the Society's responsibility, Director Carroll moved to approve the Application, authorizing the President to work with General Counsel to prepare the Grant Agreement and all necessary documents. The Motion was seconded by Director Gamber. The motion after been considered was put to a vote. Everyone voted in favor, none opposed. The President declared the motion approved. President Viar and Mr. Williams would coordinate regarding the Grant Agreement and conveyance of grant funds.

President Viar then opened the floor for Nomination and Election of Officers. Director Carroll nominated the existing slate of officers: Rick Viar for President, Gene Gamber for Vice-President, Kristi Jonson-Ware for Treasurer, and Don Beaman for Secretary. The nominated slate was amended to add Robert Handley for Assistant Secretary. Nominations were seconded by Treasurer Johnson-Ware. After discussion, the President called for a voice vote on the following nominees:

Rick Viar	President
Gene Gamber	Vice-President
Kristi E. Johnson-Ware	Treasurer
Don Beaman	Secretary
Robert Handley	Assistant Secretary

The following vote was recorded.

Aye:	Rick Viar, Kristi E. Johnson-Ware, Don Beaman, Jody Carroll, Gene Gamber, Tyler Morehead, Robert Handley
Nay:	None

The nominees were declared to be elected.

The next item of business, consideration of the following Resolution to waive certain provisions of the 2012 Summit Fair Financing Agreement, reading as follows:

RESOLUTION OF THE INDUSTRIAL DEVELOPMENT AUTHORITY OF THE CITY OF LEE'S SUMMIT, MISSOURI TO WAIVE ENFORCEMENT OF A CERTAIN PROVISION OF THE FINANCING AGREEMENT EXECUTED IN CONNECTION WITH ITS SPECIAL ASSESSMENT AND SALES TAX REVENUE BONDS (SUMMIT FAIR COMMUNITY IMPROVEMENT DISTRICT PROJECT), SERIES 2012.

David Martin and Sid Douglas, Bond Counsel, Gilmore & Bell, reported they have been working with the City on a TIF/CID transaction for Summit Fair scheduled to close by the end of the year due to new tax legislation that may prohibit advance refundings.

As background, Messrs. Martin and Douglas reminded the Board that the Summit Fair CID was activated in 2008 funded by 1% of sales tax for 35 years plus assessment authority. In 2011 the City issued TIF bonds (\$22 Million). In 2012 the IDA issued revenue bonds (\$11 Million) backed by CID revenues. Bond documents for the IDA's 2012 bond issue divided the CID into portions designated "Area Y" and "Area Z". Area Z was undeveloped at that time. The intent was that when Area Z developed, it could be separated from the 2012 Indenture, and Area Z bonds could be issued at that time. Area Z is now under development and this proposed financing will issue bonds backed by both TIF revenues and CID revenues from Area Z.

Mr. Martin and Mr. Douglas explained that the Resolution is necessary because provisions in the 2012 Financing Agreement do not allow a maturity date on Area Z bonds that is earlier than Area Y bonds. The proposed Area Z bond financing is structured to have an earlier maturity date than the Area Y

bonds, and Mr. Douglas explained that it is in the bondholders' interest to allow an earlier maturity for the Area Z Bonds.

President Viar asked Conrad Lamb, as IDA Bond Compliance Officer and City Finance Manager, to confirm the City's support for IDA's approval of this request. Mr. Lamb confirmed support. Approval of the Resolution was then recommended.

Treasurer Johnson-Ware moved to approve the Resolution as presented, seconded by Director Gamber. President Viar asked if there was further discussion. There was none. The motion having been considered was put to a vote. The following vote was recorded.

Aye: Rick Viar, Kristi E. Johnson-Ware, Don Beaman, Jody Carroll, Gene Gamber,
Tyler Morehead, Robert Handley
Nay: None


The President stated that the Motion passed.

As an item of new business, President Viar reported he had been approached by a representative of Lee's Summit Christian School regarding a possible \$7.1 Million bond issue. He asked Mr. Martin and Mr. Douglas for their thoughts regarding eligibility for IDA approval. Mr. Douglas stated IDA bonding authority depends on the type of improvements to be financed. School activity-fields and gymnasiums are eligible, for example, but classrooms are not. He stated he would contact the representative to determine if the improvements would be eligible for IDA financing, and would report back. Mr. Martin and Mr. Douglas were thanked, and they departed.

Director Gamber inquired whether any Directors had been contacted by Downtown Mainstreet regarding a contribution to the "Big Bash" national gathering in Lee's Summit. Some were aware of the event, but others were not. Treasurer Johnson-Ware stated she would talk to Downtown Mainstreet and report back to the Board.

Director Gamber was asked to update the Board regarding the North Gateway Monument Sign. He reported the contractor had difficulty obtaining delivery of rock, which is holding up progress. He also reported there will be a dedication ceremony at an as-yet undetermined date, and that the Board will be invited to attend. Mr. Lamb reported extra costs were incurred when it was learned LSM MBA did not have a tax-exempt certificate. That has been rectified, and he anticipated the cost of the stone would be tax-exempt. Mr. Lamb opined the City will probably not participate in future Gateway sign projects, and that LSM MBA will probably be disbanded after completion of this project unless similar future projects were reasonably anticipated.

President Viar asked if there was additional business. There was none. There being no further business to come before the meeting of the Authority, on motion duly made, seconded and carried by unanimous vote, the meeting was adjourned.


Secretary