

**TWELFTH AMENDMENT
TO THE
SOUTHTOWN CORRIDOR/31ST & BALTIMORE
TAX INCREMENT FINANCING PLAN**

TIF COMMISSION APPROVAL:

JULY 13, 2021 **07-12-21**

DATE: **RESOLUTION No.**

CITY COUNCIL APPROVAL:

8/19/21 **210649**

Date: **Ordinance No.**

I. Introduction

This Twelfth Amendment (the “Twelfth Amendment”) to the Southtown Corridor/31st & Baltimore Tax Increment Financing Plan (the “Southtown TIF Plan”) shall amend the Southtown TIF Plan as approved by Ordinance No. 940564 on May 19, 1994, the First Amendment to the Southtown TIF Plan, as approved by Ordinance No. 030259 on May 27, 2003 (the “First Amendment”), the Second Amendment to the Southtown TIF Plan, as approved by Ordinance No. 060470 on May 4, 2006 (the “Second Amendment”), the Third Amendment to the Southtown TIF Plan, as approved by Ordinance No. 070140 on February 8, 2007 (the “Third Amendment”), the Fourth Amendment to the Southtown TIF Plan, as approved by Ordinance No. 070659 on September 20, 2007 (the “Fourth Amendment”), the Fifth Amendment to the Southtown TIF Plan, as approved by Ordinance No. 080642 on August 7, 2008 (the “Fifth Amendment”), the Seventh Amendment to the Southtown TIF Plan, as approved by Ordinance No. 080930 on September 25, 2008 (the “Seventh Amendment”), the Eighth Amendment to the Southtown TIF Plan, as approved by Ordinance No. 100209 on April 11, 2010 (the “Eighth Amendment”), the Ninth Amendment to the Southtown TIF Plan, as approved by Ordinance No. 110227 on March 31, 2011 (the Ninth Amendment”) and the Eleventh Amendment to the Southtown TIF Plan, as approved by Ordinance No. 140185 on April 17, 2014 (the “Eleventh Amendment”, together with Ninth Amendment, the Eighth Amendment, the Seventh Amendment, the Fifth Amendment, the Fourth Amendment, the Third Amendment, the Second Amendment, the First Amendment and the Southtown TIF Plan, collectively, shall be referred to herein as the “Plan”).

This Twelfth Amendment (i) modifies the boundaries of Redevelopment Area, (ii) removes all references to Redevelopment Projects G and G-1, (iii) modifies the description of the project and public improvements described by the Plan (iv) modifies the Budget of Redevelopment Project Costs, (v) modifies the Sources of Funds, (vi) modifies the Estimated Payments in Lieu of Taxes and Economic Activity Taxes estimated to be generated within the Redevelopment Area and (vi) modifies certain exhibits to and sections of the Plan that are in furtherance of the foregoing.

II. SPECIFIC AMENDMENTS

In accordance with this Twelfth Amendment, the Plan shall be amended as follows:

- 1. Amendment No. 1.** The Second Amendment, as approved by Ordinance No. 060470 on May 4, 2006 and as incorporated within the Plan, which exclusively references and provides for the implementation of the Redevelopment Projects G and G-1 is hereby deleted in its entirety and all references to the Second Amendment or Redevelopment Projects G and G-1 in any subsequent Amendment to the Plan are hereby deleted.

2. **Amendment No. 2.** The first paragraph of Section I.B of the Plan, entitled Redevelopment Area and Redevelopment Projects, shall be deleted in its entirety and replaced with the following:

B. Redevelopment Area and Redevelopment Projects. The Redevelopment Area described by the Plan is generally bound by 59th Street on the north, 75th Street on the south, Holmes Road on the west, and Chestnut on the east (the “South Prospect/Troost Area”) and (B) generally bound Memorial Drive on the north, Wyandotte Street and Baltimore Street on the west, Main Street on the east, 31st Street on the south (the “31st & Baltimore Area”) all in Kansas City, Jackson County, Missouri (the “Redevelopment Area”) as legally described on **Exhibit 2** and depicted on **Exhibit 3** (the “Redevelopment Area”). The improvements contemplated by the Plan shall be implemented in connection with eleven (11) Redevelopment Project Areas legally described on **Exhibit 2** and depicted on **Exhibit 3** (the “Redevelopment Project Areas”). Such improvements include the following:

1. Redevelopment Project A consists of Research Medical Center and an approximately 80,000 square foot multi-level office building for health-related professionals and services located within the boundaries of Research Medical Center and provides for certain infrastructure and site improvements (“Project A Improvements”).
2. Redevelopment Project A-1 consists of a mixed-use neighborhood village including retail, office, institutional and residential uses located within Research Medical Center (“Project A Improvements”).
3. Redevelopment Project B consists of a 30,000 square foot data processing center, located within the boundaries of Research Medical Center (“Project B Improvements”).
4. Redevelopment Project C consists of a landscaped greenbelt, bounded by 63rd Street to the north and 69th Street to the south on Prospect Avenue (“Project C Improvements”).
5. Redevelopment Project D consists of Baptist Medical Center and an approximately 80,000 square foot multi-level office building for health-related professionals and services located within the Research Medical Center (Baptist

Campus) and provides for certain infrastructure, site, and facilities improvements (“Project D Improvements”).

6. Redevelopment Project E consists of the rehabilitation of an existing structure, approximately 7,200 s.f, with a new 4,900 square foot addition (“Project E Improvements”).
7. Redevelopment Project F consists of a landscaped greenbelt, located near Prospect Avenue and Meyer Blvd (“Project F Improvements”).
8. Redevelopment Project H consists of the rehabilitation of the Metro Plaza Shopping Center (retail, restaurant, office and commercial use) (“Project H Improvements”).
9. Redevelopment Project I consists of the Federal Reserve Bank Building and the TIF Revenue generated from such building funds renovations to Liberty Memorial, streetscape improvements along Main Street, improvements to Penn Valley Park and improvements to the Just Off Broadway (“Project I Improvements”).
10. Redevelopment Project J consists of approximately 17,000 square feet of retail space and 4,000 square feet of office space and provides for site preparation (“Project J Improvements”).
11. Redevelopment Project K consists of a mixed-use neighborhood village including retail, office, institutional and residential uses and provides for certain infrastructure and site improvements (“Project K Improvements”).
12. Redevelopment Project L consists of a multi-level commercial building or rehabilitation of the existing building.
13. Redevelopment Project M consists of redevelopment of residential homes and a potential duplex development (“Project M Improvements”).

14. Redevelopment Project N consists of a greenbelt connecting Research Medical Center Campus with the Baptist Medical Center Campus.

3. **Amendment No. 3.** The first two paragraphs of Section II of the Plan, entitled Estimated Redevelopment Project Costs, shall be deleted in its entirety and replaced with the following:

II. Estimated Redevelopment Project Costs. Estimated Redevelopment Project Costs for the 10 Redevelopment Projects related public improvements, administrative costs, and expenses incurred by the Commission to implement the Plan are projected to be approximately \$121,691,828. The Plan proposes that approximately \$47,759,045 in Redevelopment Project Costs be reimbursed from Payments in Lieu of Taxes and Economic Activity Taxes (collectively, "TIF Revenue") or from proceeds of Obligations secured, at least in part, by TIF Revenue.

4. **Amendment No. 4.** The third paragraph of Section III of the Plan, entitled Anticipated Sources of Funds, shall be deleted in its entirety and replaced with the following:

The combined amount of PILOTS and EATS revenues to be generated over the duration of the Plan are estimated to be \$47,759,045. The amount of PILOTS and EATS in excess of the funds deemed necessary by the Commission for implementation of this Plan may be declared surplus by the Commission. The declared surplus will be made available for distribution to the various Taxing Districts in the Redevelopment Area in the manner provided by the Act.

5. **Amendment No. 5** Section VII of the Plan, entitled ESTIMATED EQUALIZED ASSESSED VALUATION AFTER REDEVELOPMENT, shall be amended by the addition of the following sentence at the end of the section:

The assessed valuation of the areas selected for Redevelopment Projects is reduced by \$9,424.

6. **Amendment No. 6.** Section XII of the Plan, entitled, Estimated Date of Completion, shall be deleted in its entirety and replaced with the following:

VII. ESTIMATED DATE OF COMPLETION

The completion of the construction of the Redevelopment Projects is expected to occur in 2017.

7. **Amendment No. 7.** The first sentence of Section XIII of the Plan, entitled Relocation Assistance Plan, shall be deleted in its entirety.

8. **Amendment No. 8.** The Section XV of the Plan, entitled Affirmative Action, shall be deleted in its entirety.

9. **Amendment No. 9.** Delete **Exhibit 2b**, entitled Location and Legal Description of the Redevelopment Area, in its entirety, and insert the revised **Exhibit 2b** attached hereto.

10. **Amendment No. 10:** Amend **Exhibit 3**, entitled Conceptual Project Area Site Plans and Estimated Costs, by deleting Addendum 5 to **Exhibit 3**, Project Area G Map and Addendum 6 to Exhibit 3, Project Area G Description.

11. **Amendment No. 11:** Delete **Exhibit 4**, entitled Estimated Redevelopment Project Costs in its entirety, and insert the revised **Exhibit 4** attached hereto.

12. **Amendment No. 12:** Delete **Exhibit 5**, entitled Source of Funds, in its entirety, and insert the revised **Exhibit 5** attached hereto.

13. **Amendment No. 13:** Amend **Exhibit 6**, entitled Estimated Annual Payments in Lieu of Taxes and Economic Activity Taxes Over the Life of the Redevelopment Plan, in its entirety, by deleting Projected Tax Revenues relating to Project G in the 1st Amendment.

14. **Amendment No. 14:** Delete **Exhibit 12**, entitled Affirmative Action, in its entirety.

15. **Amendment No. 15:** Delete **Exhibit 14**, entitled Definition of Terms, in its entirety, and insert the revised **Exhibit 14**.

EXHIBIT 2b

Location and Legal description of the Redevelopment Area **South Prospect/Troost Area**

Exhibit 2b

SOUTH PROSPECT/TROOST AREA

All of the East 1/2 of the East 1/2 of Section 5; all of Section 4; part of the West 1/2 of the West 1/2 of Section 3; all of the West 1/2 of the West 1/2 of the Northwest 1/4 of Section 10; all of the North 1/2 of Section 9 and all of the East 1/2 of the Northeast 1/4 of Section 8, all in Township 48, Range 33, in Kansas City, Jackson County, Missouri, including all of "WING & STEEN'S PLACE", Blocks 10, 11 and 12, "ASTOR PLACE", all of "RESURVEY OF PART OF ASTOR PLACE"; all of "TROOST AVENUE LAW"; all of "ELM RIDGE PLAZA"; all of "MANKAMEYER'S 1ST ADDITION"; all of "GOODELL PLACE"; all of "LOCKHART PLACE"; all of "SUBDIVISION OF LINVILLE HAY'S ESTATE"; all of "DYER PLACE"; all of "SOUTHMOOR"; all of "RESURVEY OF A PART OF SOUTHMOOR"; all of "BLUE HILLS CLUB ADDITION"; all of "BLUE HILLS CENTRE"; all of "BALLS ADDITION"; all of "BLUE HILLS GARDEN"; all of "PROSPECT MANOR"; all of "HEDINGER AND MILLER'S ADDITION" all of "EASTLAKE ADDITION"; all of "BEACHWOOD"; all of "RABERTA PLACE"; all of "MILLERS ADDITION"; Lots 22 through 39, both inclusive, "DEWEY HEIGHTS"; all of "GEORGE W. THOMAS 1ST ADDITION"; Lots 65 through 84, both inclusive, "BEAUFORT"; Blocks 65 and 66, "LUCK ADDITION"; Lots 1 through 17; part of Lot 27, Lots 28 through 61, Lots 76 through 79, Lots 94 and 95, "JOST PLAZA"; all of "JOST PLAZA NO. 2"; all of "HALE ADDITION"; all of "COMMISSIONERS PLAT OF MARGARET HALE ESTATE"; all of "HALE PLACE NO. 1"; all of "HALE PLACE NO. 2"; all of "MEYER BOULEVARD HEIGHTS"; all of "HOLMES GARDEN"; all of "STARKWOOD"; all of "TROOST AVENUE PLACE"; all of "BASYE TERRACE"; all of "MARYLAND RIDGE"; all of "DAISYFARM"; all of "BROADMOOR"; all of "JEWEL'S 4TH ADDITION"; all of "TOWNNDIN ADDITION"; all of "BROADMOOR COURT"; all of "PASEO HIGHLANDS"; all of "ELM RIDGE"; all of "HARPER'S MEYER BOULEVARD ADDITION"; all of "HUDGENS 1ST ADDITION"; Blocks 1, 2, 8 and 9, "HAGERWOOD"; Lots 170 through 331, both inclusive, "PARKGATE"; all of "SHRYOCK HEIGHTS"; all of "GREGORY PARK"; all of "JEWELL'S 3RD ADDITION"; all of Rose Hill Cemetery; all of Forest Hill Cemetery; all of "BLENHEIM"; all of "BLUE HILLS"; Lot 267, 268 and 269, "SWOPE PARK CAMPUS"; all of "MEYER BOULEVARD VISTA"; all of "KENTON ADDITION"; all of "PROSPECT RIDGE"; all of "PROSECT RIDGE ANNEX", and Lots 363 through 482, both inclusive, "SWOPE RIDGE", all subdivisions in Kansas City, Jackson County, Missouri. All being described as follows: Beginning at the northwest corner of the East 1/2 of the East 1/2 of said Section 5; thence east along the north line of said 1/2 1/2 Section, a distance of 1312 feet, more or less, to the northwest corner of said Section 4; thence east along the north line of said Section 4, a distance of 5232 feet, more or less, to the northeast corner of said Section 4; thence east along the north line of the Northwest 1/4 of said Section 3, a distance of 662 feet, more or less, to the centerline of Chestnut Avenue, as now established; thence south along said centerline, a distance of 1886 feet more or less, to a point on the north line of Lot 94, in said "JOST PLAZA"; thence east along the north line of said Lot 94, a distance of 18.8 feet, more or less, to the northeast

corner thereof; thence south along the east line of Lots 94, 79, 76 and 61 in said "JOST PLAZA", a distance of 565 feet to the southeast corner of said Lot 61; thence west along the south line of said Lot 61, a distance of 19.2 feet, more or less, to its intersection with the northerly prolongation of the centerline of Chestnut Avenue; thence south along the centerline of Chestnut Avenue, a distance of 5311 feet, more or less, to the south line of the Northwest 1/4 of said Section 10; thence west along the south line of the Northwest 1/4 of said Section 10, a distance of 663 feet, more or less to the southeast corner of the North 1/2 of said Section 9; thence west along the south line of the North 1/2 of said Section 9, a distance of 5248 feet, more or less, to the southwest corner thereof; thence west along the south line of the East 1/2 of the Northeast 1/4 of said Section 8, a distance of 1315 feet, more or less, to the southwest corner thereof; thence north along the west line of the East 1/2 of the Northeast 1/4 of said Section 8, a distance of 2641 feet, more or less, to the southwest corner of the East 1/2 of the East 1/2 of said Section 5; thence north along the west line of the East 1/2 of the East 1/2 of said Section 5, a distance of 5054 feet, more or less, to the point of beginning. Except that part platted "THE CITADEL" and "CITADEL CENTER". Containing 1180 acres, more or less.

EXCEPT:

Beginning at the intersection of the south right-of-way of 60th Street and the west right-of-way of Prospect Avenue, thence south, with the west right-of-way of Prospect Avenue to the intersection of the west right-of-way of Prospect Avenue, and the north right-of-way of 63rd Street; thence west, with the north right-of-way of 63rd Street to the east right-of-way of Brooklyn Avenue; thence north, with the east right-of-way of Brooklyn Avenue to the northerly corner of Lot 3, Blue Hills Court, a subdivision; thence south, with the east line of Lot 3, Blue Hills Court, to a point 290 feet north of the north right-of-way of 62nd Street; thence east, to a point on the west right-of-way of Park Avenue; thence east, to a point on the east right-of-way of Park Avenue, said point being on the west line of Lot 37, Eastlake Addition, a subdivision; thence north, with the east right-of-way of Park Avenue, and the west line of Lots 37, 36 and 35, Eastlake Addition, to a point 35 feet north of the southwest corner of said Lot 35; thence east, with the a line 35 feet north of the south line of said Lot 35, to a point being on the west line of Lot 25, Eastlake Addition; thence south, with the west line of Lot 25, Eastlake Addition, to the southwest corner of said Lot 25; thence east, with the south line of said Lot 25, to the southeast corner of said Lot 25, said point being on the west right-of-way of Olive Street; thence northerly, with the west right-of-way of Olive Street, and the east line of Lots 25 through 27, Eastlake Addition, to the northeast corner of said Lot 27, said point being on a line 1277.15 feet south of the north line of Section 4, Township 48 North, Range 33 West; thence east, with a line 1277.15 feet south of the north line of said Section 4 to the southerly prolongation of the centerline of Olive Street; thence north, with the centerline of Olive Street, and its southerly prolongation, to a point

200 feet south of the south right-of-way of 60th Street; thence east, parallel with the south right-of-way of 60th Street, 258 feet; thence north, 75 feet; thence East, 38 feet; thence north, 125 feet, to a point on the south right-of-way of 60th Street; thence east, to the point of beginning, except that part in roads.

EXHIBIT 4

Estimated Redevelopment Project Costs

	A	B	C	AN	AO	AP	AQ	AR	AS	AT	AU	AV	AW	AX	AY	AZ	BA	BB	BC	BD	BE	BF	BG
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	A	B	C	AN	AO	AP	AQ	AR	AS	AT	AU	AV	AW	AX	AY	AZ	BA	BB	BC	BD	BE	BF	BG
9				12th Amendment Budget	12th Amendment Reimbursable																		
30		Site Acquisition	\$	472,000	\$	-																	
31		Site Preparation	\$	60,000	\$	-																	
32		Redevelopment Project	\$	2,618,000	\$	-																	
33		Site Utilities & Infrastructure	\$	180,000	\$	-																	
34		Incidental Costs	\$	670,000	\$	-																	
35		Total Project B-Data Processing Facility	\$	4,000,000	\$	-																	
36																							
37		Project C - Landscaped Greenbelt																					
38		Acquisition	\$	100,000	\$	100,000																	
39		Relocation	\$	20,000	\$	20,000																	
40		Demolition	\$	36,200	\$	36,200																	
41		Incidental Costs	\$	53,169	\$	53,169																	
42		Infrastructure/Site Improvements	\$	100,000	\$	100,000																	
43		Redevelopment Project Costs	\$	153,846	\$	153,846																	
44		Signage and Southtown Area markers/monuments	\$	250,000	\$	250,000																	
45		Curb and Sidewalk repairs	\$	39,695	\$	39,695																	
46		Landscaping	\$	156,667	\$	156,667																	
47		Walking Jogging Trail	\$	100,000	\$	100,000																	
48		Total Project C - Landscaped Greenbelt	\$	1,009,577	\$	1,009,577																	
49																							

	A	B	C	AN	AO	AP	AQ	AR	AS	AT	AU	AV	AW	AX	AY	AZ	BA	BB	BC	BD	BE	BF	BG
9																							
				12th Amendment Budget	12th Amendment Reimbursable																		
50		Project D -Baptist Hospital Campus																					
51		Demolition and General Site Preparation		2,510,454	\$																		
52		Incidental Costs		3,158,429	\$																		
53		Infrastructure/Site Improvements		3,006,440	\$																		
54		Redevelopment Project Costs		8,752,835	\$																		
55		Facility Rehab		20,020,943	\$																		
56		Total Project D - Office On Baptist Hospital Campus	\$	37,449,101	\$																		
57		Project E - Mixed Use																					
58		Acquisition	\$	278,866	\$																		
59		Relocation	\$	38,600	\$																		
60		Demolition & General Site Preparation	\$	157,673	\$																		
61		Incidental Costs	\$	471,331	\$																		
62		Infrastructure/Site Improvements	\$	1,303,467	\$																		
63		Total Project E - Residential Related Uses	\$	2,249,937	\$																		
64																							
65		Project F - Landscaped Greenbelt																					
66		Acquisition	\$	269,237	\$																		
67		Relocation	\$	-	\$																		
68		Demolition & General Site Preparation	\$	66,800	\$																		
69		Incidental Costs	\$	150,699	\$																		
70		Infrastructure/Site Improvements	\$	100,000	\$																		
71		Redevelopment Project Costs	\$	150,000	\$																		
72		Total Project F - Landscaped Greenbelt	\$	736,736	\$																		
73																							
74		Project H - Mixed Use																					
75		Acquisition	\$	1,250,000	\$																		
76		Demolition & General Site Preparation	\$	-	\$																		
77																							
78																							

	A	B	C	AN	AO	AP	AQ	AR	AS	AT	AU	AV	AW	AX	AY	AZ	BA	BB	BC	BD	BE	BF	BG
9																							
				12th Amendment Budget	12th Amendment Reimbursable																		
79		Incidental Costs	\$	-	\$	-																	
80		Infrastructure/Site Improvements	\$	1,055,000	\$	1,030,000																	
81		Redevelopment Project	\$	2,490,000	\$	1,235,000																	
82		Relocation	\$	-	\$	-																	
83		Professional Fess and TIFC Fees	\$	704,000	\$	454,000																	
84		Financing Fees	\$	203,000	\$	203,000																	
85		Contingency	\$	445,200	\$	146,200																	
86		Total Project H - Mixed Use	\$	6,147,200	\$	3,068,200																	
87																							
88		Project I - Trinity Lutheran Campus																					
89		Acquisition																					
90		Demolition & General Site Preparation																					
91		Incidental Costs																					
92		LegalⓈ																					
93		Infrastructure/Site Improvements																					
94		Redevelopment Project Costs																					
95		Total Project I - Trinity Lutheran Campus	\$	-	\$	-																	
96																							

A	B	C	AN	AO	AP	AQ	AR	AS	AT	AU	AV	AW	AX	AY	AZ	BA	BB	BC	BD	BE	BF	BG
9			12th Amendment Budget	12th Amendment Reimbursable																		
97	Project I - Benefit Area																					
98	Maincor																					
99	Intersection crosswalk completion																					
100	Timed crosswalk indicators																					
101	Upgraded streetlights																					
102	Streetscape Planning & Design																					
103	Aesthetic nodal development																					
104	Streetscape/Public Improvments Planning, Design,		\$	2,450,250	\$	2,450,250																
105	& Construction		\$	-	\$	-																
106	Façade improvement program		\$	50,000	\$	50,000																
107	Project Management		\$	245,025	\$	245,025																
108	Penn Valley Park		\$	-	\$	-																
109	Broken sewer repair		\$	-	\$	-																
110	Limestone steps repair		\$	-	\$	-																
111	Limestone wall repair		\$	-	\$	-																
112	Sediment removal		\$	-	\$	-																
113	Public Improvments & Sediment Removal		\$	1,379,763	\$	1,379,763																
114	Signage		\$	234,375	\$	234,375																
115	Softball field improvements		\$	-	\$	-																
116	Skate park completion		\$	306,375	\$	306,375																
117	Wyandotte improvements & parking		\$	-	\$	-																
118	Curbs/Catch Basins/Street Lights		\$	600,000	\$	600,000																
119	Just Off Broadway		\$	-	\$	-																
120	JOB site, finish work and system upgrades		\$	926,650	\$	926,650																
121	Liberty Memorial		\$	-	\$	-																
122	Security lighting		\$	-	\$	-																
123	Security bollards		\$	-	\$	-																
124	Security cameras		\$	-	\$	-																
125	Security perimeter fence & gates		\$	-	\$	-																

	A	B	C	AN	AO	AP	AQ	AR	AS	AT	AU	AV	AW	AX	AY	AZ	BA	BB	BC	BD	BE	BF	BG
9																							
				12th Amendment Budget	12th Amendment Reimbursable																		
126		Security	\$	1,442,465	\$	1,442,465																	
127		Irrigation system	\$	155,875	\$	155,875																	
128		Repair stone walkways	\$	337,500	\$	337,500																	
129		Energy system upgrades	\$	250,000	\$	250,000																	
130		Professional Fees (Legal, accounting, etc.)	\$	250,000	\$	250,000																	
131		Blue Hills/Ivanhoe Housing	\$	500,000	\$	500,000																	
132		Trinity Hospital Demolition & Remediation④	\$	-	\$	-																	
133		Contingency, MainCor Improvements	\$	476,546	\$	476,546																	
134																							
135		Total Project I - Main Street Improvement Area ②	\$	9,604,824	\$	9,604,824																	
136																							

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	A	B	C	AN	AO	AP	AQ	AR	AS	AT	AU	AV	AW	AX	AY	AZ	BA	BB	BC	BD	BE	BF	BG
9																							
				12th Amendment Budget	12th Amendment Reimbursable																		
166		Acquisition	\$	396,780	\$	396,780																	
167		Relocation	\$	451,440		451,440																	
168		Demolition & General Site Preparation	\$	1,429,404		1,429,404																	
169		Incidental Costs	\$	3,572,482		3,572,482																	
170		Infrastructure/Site Improvements	\$	919,441		919,441																	
171		Redevelopment Project Costs	\$	8,516,571		3,229,620																	
172		Total Project M - Residential	\$	15,286,118	\$	9,999,167																	
173																							
174		Project N - Landscaped Greenbelt																					
175		Demolition & General Site Preparation	\$	150,000	\$	-																	
176		Incidental Costs	\$	418,700	\$	-																	
177		Infrastructure/Site Improvements	\$	100,000	\$	-																	
178		Redevelopment Project Costs	\$	1,330,000	\$	-																	
179		Total Project N - Landscaped Greenbelt	\$	1,998,700	\$	-																	
180																							

	A	B	C	AN	AO	AP	AQ	AR	AS	AT	AU	AV	AW	AX	AY	AZ	BA	BB	BC	BD	BE	BF	BG
9				12th Amendment Budget	12th Amendment Reimbursable																		
181		Project A1 - Mixed Use																					
182		Acquisition																					
183		Redevelopment Project Costs																					
184		Soil & Surface Testing		\$	3,500	\$																	
185		Site Development Costs		\$	250,000	\$																	
186		Total Project A1 - Mixed Use		\$	253,500	\$																	
187																							
188		Blue Hills/Ivanhoe Housing Program ③		\$	6,500,000	\$																	
189		Kansas City South Core Housing & Façade Program ⑤		\$	2,500,000	\$																	
190																							
191		Total All Projects			121,691,828																		
192																							
193																							
194																							
195		① The Commission has determined that certain planning and special services expenses of the Commission, which are not direct Reimbursable																					
196		Project Costs, are nonetheless necessary and reasonable for the operation of the Commission and are incidental to the Plan. These incidental																					
197		costs will be recovered by the Commission from the Special Allocation Fund in an amount not to exceed 5% of the Payment in Lieu of Taxes																					
198		and Economic Activity Taxes paid annually into the Special Allocation Fund.																					
199		② Funding Source: Project I PILOTs																					
200		③ Funding Source: Projects A, A-1, B (but only after the complete redemption or defeasance of all bonds currently issues, and all bonds that are refunding bor																					
201		for any bonds currently issued, to which Project B funds have been obligated) D, F, J and K, in the amount no more than \$500,000 per year starting in 2008																					
202		Additionally, a one time funding of \$500,000 from Project I PILOTs.																					
203		④ Funding is subject to future amendment approved by the Commission and City Council. Amendment is to include "but for" analysis.																					
204		⑤Funding Source: Projects A, A-1, B (but only after the complete redemption or defeasance of all bonds currently issues, and all bonds that are refunding bor																					
205		for any bonds currently issued, to which Project B funds have been obligated) D, F, J and K, in the amount no more than \$250,000 per year starting in 2009																					
206		⑥Legal expense in conjunction with Assignment & Assumption Agreement between TIF Commission and Citadel Plaza LLC approved by TIF Resolution No. 3																					
207																							

EXHIBIT 5

Sources of Funds

Developer Equity and/or Debt	\$ 73,932,783
Amount of Reimbursable Costs from Pilots and EATs	\$ 47,759,045
Total	\$121,691,828

BONDS

The total estimated amount of PILOTS and EATS that are captured under the TIF Act, over twenty-three years for Redevelopment Project Areas within the Southtown Corridor/31st & Baltimore TIF Plan, which are available to fund Reimburse Redevelopment Project Costs and Administrative Costs per the Act, is approximately \$47,759,045. The Commission may dedicate part or these entire amounts to finance Reimbursable Project Costs.

EXHIBIT 9

Development Schedule

<i>Redevelopment Project Area</i>	<i>Estimated Completion Year</i>
Project A	1996
Project B	1996
Project C	1998
Project D	2017
Project F	2013
Project H	2011
Project I	2007
Project J	2000
Project K	2007
Project M	2017

A Benefit District was created as part of the Southtown Corridor/31st & Baltimore TIF Plan. The benefit district improvements were undertaken by Main Street Corridor Development Corporation “MainCor” and the City of Kansas City, Missouri Parks Department, these improvements are complete.

EXHIBIT 14

Definitions

As used in this Tax Increment Financing Plan, the following terms shall have the following meanings:

- 1) “Act,” the Real Property Tax Increment Allocation Redevelopment Act, Section 99.800, et. seq., Revised Statutes of Missouri, as amended.
- 2) “Blighted Area,” an area which, by reason of the predominance of defective or inadequate street layout, insanitary 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.
- 3) “City,” City of Kansas City, Missouri.
- 4) “Commission,” the Tax Increment Financing Commission of Kansas City, Missouri
- 5) “Economic Activity Taxes,” fifty percent (50%) of the total additional revenue from taxes which are imposed by the City or other Taxing Districts, and which are generated by economic activities within the Redevelopment Project Area, over the amount of such taxes generated by economic activities within the Redevelopment Project Area in the calendar year prior to the adoption of the Redevelopment Project by Ordinance, while tax increment financing remains in effect, but excluding personal property taxes, taxes imposed on sales or charges for sleeping rooms paid by transient guests of hotels and motels, taxes levied pursuant to section 70.500, taxes levied for the purpose of public transportation pursuant to section 94.660, taxes imposed on sales pursuant to subsection 2 of section 67.1712 for the purpose of operating and maintaining a metropolitan park and recreation district, licenses, fees or special assessments other than payments in lieu of taxes and penalties and interest thereon, any sales tax imposed by a county with a charter form of government and with more than six hundred thousand but fewer than seven hundred thousand inhabitants, for the purpose of sports stadium improvement or levied by such county under section 238.410 for the purpose of the county transit authority operating transportation facilities, taxes imposed on sales under and pursuant to section 67.700 or 650.399 for the purpose of emergency communication systems and such other taxes that may be excluded by State law from time to time; provided, however, if the voters in a Taxing District vote to approve an increase in such Taxing District’s sales tax or use tax, other than the renewal of an expiring sales or use tax, any additional revenues generated within the Redevelopment Project Area that are directly attributable to the newly voter-approved incremental increase in such taxing district’s levy rate shall not

be considered “Economic Activity Taxes”, without the consent of such Taxing District. For redevelopment projects or redevelopment plans approved after December 23, 1997, if a retail establishment relocates within one (1) year from one facility to another facility within the same county and the governing body of the municipality finds that the relocation is a direct beneficiary of tax increment financing, then for purposes of this definition the economic activity taxes generated by the retail establishment shall equal the total additional revenues from economic activity taxes which are imposed by a municipality or other taxing district over the amount of economic activity taxes generated by the retail establishment in the calendar year prior to its relocation to such redevelopment project area

- 6) “Gambling Establishment,” an excursion gambling boat as defined in section 313.800, RSMo., and any related business facility including any real property improvements which are directly and solely related to such business facility, whose sole purpose is to provide goods or services to an excursion gambling boat and whose majority ownership interest is held by a person licensed to conduct gambling games on an excursion gambling boat or licensed to operate an excursion gambling boat as provided in Sections 313.800 to 313.850, RSMo.
- 7) “Obligations,” bonds, loans, debentures, notes, special certificates, or other evidences of indebtedness issued by the City, Commission or by any other appropriate issuer, approved by the City and Commission, to pay or reimburse all or any portion of the Redevelopment Project Costs or to otherwise carry out a redevelopment project or to fund outstanding obligations.
- 8) “Ordinance,” an ordinance enacted by the governing body of the City.
- 9) “Payment in Lieu of Taxes,” revenues from real property taxes generated within the Redevelopment Project Area which are to be used to reimburse the Redevelopment Project Costs identified by the Plan, which Taxing Districts would have received had the City not adopted tax increment allocation financing, and which result from levies made after the time of the adoption of tax increment allocation financing within the Redevelopment Project Area that is approved by Ordinance (but excluding the blind pension fund tax levied under the authority of Article III, Section 38(b) of the Missouri Constitution and the merchant’s and manufacturer’s inventory replacement tax levied under the authority of subsection 2 of Section 6 of the Missouri Constitution) and during the time the current equalized value of real property in the Redevelopment Project Area exceeds the Total Initial Equalized Assessed Value of real property in the Redevelopment Project Area, until the designation is terminated pursuant to the Act, provided however, if the voters in a Taxing District vote to approve an increase in such Taxing District’s levy rate for ad valorem tax on real property, any additional revenues generated within the Redevelopment Project Area that are directly attributable to the newly voter-approved incremental increase in such Taxing District’s levy rate shall not be considered Payments in Lieu of Taxes without the consent of such Taxing District. Revenues will be considered directly attributable to the newly voter-approved incremental increase to the extent that they are generated from the difference between the taxing district’s actual levy rate currently imposed

and the maximum voter-approved levy rate at the time that the Redevelopment Project was adopted.

- 10) “Project Improvements,” the improvements described in **Section I.B.** of this Plan.
- 11) “Redeveloper,” the business organization or other entity designated by the Commission, pursuant to a resolution, and to which the Commission enters a Redevelopment Agreement to implement the Redevelopment Plan or the Project Improvements or a portion thereof.
- 12) “Redevelopment Agreement,” the agreement between the Commission and Redeveloper for the implementation of the Redevelopment Plan, the Project Improvements, or a portion thereof.
- 13) “Redevelopment Area,” an area designated by Ordinance of the City, in respect to which the City has made a finding that there exist conditions which cause the area to be classified as a blighted area, which area includes only those parcels of real property directly and substantially benefitted by the proposed Redevelopment Projects and which is legally described on **Exhibit 2 and Exhibit 3.**
- 14) “Redevelopment Plan” or “Plan,” the Southtown Corridor/31st & Baltimore Tax Increment Financing Plan, as it may be amended from time to time.
- 15) “Redevelopment Projects,” any redevelopment project that is described in **Section I.B.** and identified on **Exhibit 3** that (1) is intended to further the objectives of the Redevelopment Plan (2) contains a legal description, and (3) is approved by an Ordinance of the City.
- 16) “Redevelopment Project Areas,” the areas selected for the Redevelopment Projects and which are legally described on **Exhibit 2** and depicted on **Exhibit 3.**
- 17) “Redevelopment Project Costs” include the sum total of all reasonable or necessary costs incurred or estimated to be incurred, any such costs incidental to the Redevelopment Plan and/or a Redevelopment Project. Such costs are identified on **Exhibit 4** and may include, but are not limited to the following:
 - a) Costs of studies, surveys, plans and specifications;
 - b) Professional service costs, including, but not limited to, architectural, engineering, legal, marketing, financial, planning or special services. Except the reasonable costs incurred by the commission established in section 99.820 for the administration of sections 99.800 to 99.865, such costs shall be allowed only as an initial expense which, to be recoverable, shall be included in the costs of the Redevelopment Plan or a Redevelopment Project;
 - c) Property assembly costs, including but not limited to, acquisition of land and other property, real or personal, or rights or interests therein, demolition of buildings, and the clearing and grading of land;

- d) Costs of rehabilitation, reconstruction, repair or remodeling of existing buildings and fixtures;
 - e) Cost of construction of public works or improvements;
 - f) Financing costs, including, but not limited to all necessary and incidental expenses related to the issuance of Obligations, and which may include payment of interest on any Obligations issued hereunder accruing during the estimated period of construction of any Redevelopment Project for which such Obligations are issued and for not more than eighteen months thereafter, and including reasonable reserves related thereto;
 - g) All or a portion of a taxing district's capital cost resulting from the Redevelopment Project necessarily incurred or to be incurred in furtherance of the objectives of the Redevelopment Plan and Redevelopment Project, to the extent the municipality by written agreement accepts and approves such costs;
 - h) Relocation costs to the extent that the City determines that relocation costs shall be paid or are required to be paid by federal or state law; and
 - i) Payments in lieu of taxes.
18. "Reimbursable Project Costs," Redevelopment Project Costs in an amount not to exceed Forty-Seven Million Seven Hundred Fifty-Nine Thousand Forty-Five Dollars \$47,759,045 that are identified on Exhibit 4, under the column "TIF Budget").
19. "Special Allocation Fund," the fund maintained by the City or the Commission, as the case may be, which contains at least two (2) separate segregated accounts for each Redevelopment Project and any additional accounts deemed appropriate by the City and Commission and maintained by the treasurer of the City or the treasurer of the Commission into which Payments in Lieu of Taxes, Economic Activity Taxes and other revenues are deposited.
20. "Tax Increment Financing," tax increment allocation financing as provided pursuant to Chapter 99.800, et seq. RSMo.
21. "Taxing Districts," any political subdivision of Missouri located wholly or partially within the Redevelopment Project Area having the power to levy taxes.
22. "TIF Revenue," Payments in Lieu of Taxes and Economic Activity Taxes