

## REGULAR MINUTES

### Tulsa Development Authority Board of Commissioners Regular Meeting

One Technology Center  
175 East 2<sup>nd</sup> Street  
Tulsa, OK 74103  
10<sup>th</sup> Floor South Conference Room

Thursday – October 1, 2015

8:30 a.m.

#### Present:

Roy Peters, Chairman  
Steve Mitchell, Vice Chairman  
Julius Pegues, Commissioner  
Carl Bracy, Commissioner  
Nancy Roberts, Commissioner  
O.C. Walker II, Executive Director  
Jot Hartley, General Counsel

#### Absent:

#### Also Present:

Kevin Anderson  
Tom Baker  
Clay Bird  
Linn Cain  
Steve Carr  
David Charney  
Andrew Coffey  
Leon Davis  
Mike Dickerson  
Derek Gates  
Jack Henderson  
Yvonne Hovell  
Travis Hulse  
Bob Jack

#### Also Present:

Norman Kildow  
Ray Meldrum  
Mitch McClain  
Julie Miner  
Sally Mosby  
Sofia Nagda  
Matt Newman  
Warren Ross  
John Snyder  
Mike Thedford  
Dennis Whitaker  
NaTasha Bunch-Everly  
Jane Malone  
Carol Young

**The regular meeting was called to order at 8:33 a.m. by Chairman Peters. Decisions will be made, votes and action taken. A quorum was established. The Agenda will be followed as printed. Reports and supporting documentation were distributed for this meeting and will be incorporated by reference to the minutes and filed with the meeting packet. Chairman Peters recognized City Councilor for District 1, Jack Henderson, and Clay Bird, Economic Development Director for the City of Tulsa, and a non-voting member of the TDA Board.**

1. **Roll Call:** Jane Malone called roll: Chairman Peters, Commissioner Pegues, Commissioner Bracy, and Commissioner Roberts were in attendance. Vice Chairman Mitchell arrived at 8:39 a.m. A quorum was present.

2. **Routine, Repetitive Items for Action:**

- a. Minutes of September 3, 2015 Regular Meeting
- b. Minutes of September 16, 2015 Special Meeting

Commissioner Pegues moved to approve the minutes, Agenda Items 2. a., and 2.b., seconded by Commissioner Bracy. The vote was recorded as follows:

**Ayes: Peters, Mitchell, Pegues, Bracy, and Roberts**  
**Nays: None**

**The motion passed unanimously**

3. **Executive Director's Monthly Report- A copy of this report was included in the Commissioner's packets.**

1. **Project Status Update**

- **Tulsa Urban Development Group, LLC, d/b/a Urban8:** 8 single family dwellings. Ms. Hovell provided a status update of each of the 8 units. The electrical contractor is excavating for PSO lines and is in the process of installing underground. Masonry walls for all adjoining townhomes are complete and stucco will be applied later. [Location of the property: North of 3<sup>rd</sup> Street, between Greenwood Avenue and Kenosha Street.]
- **The Edge at East End Village (Hartford Commons, LLC):** 162 apartments. Framing is ongoing and topped out at the 4<sup>th</sup> Floor in several sections. Windows have been ordered and will be installed by late fall. The parking garage and upper deck concrete will be poured the week of September 28, 2015. Utilities are being installed, primarily PSO on the south side of the project. The contractor has successfully bored under Kenosha Street. [Location of property: SE corner of Greenwood Ave. and E. 2<sup>nd</sup> Street.]
- **100 Boulder, formerly Maplevue Associates, Inc.:** 18 Condominium units. The project is complete. The redeveloper is working with the City of Tulsa Permit Center for a Certificate of Occupancy. The redeveloper reported four units have been sold and six units are occupied. [Location of the property: Southwest Corner of 1<sup>st</sup> Street and Boulder Ave.]

- **Fire Station No. 1/CORE Associates, LLC:** CORE Associates, LLC is working to develop Construction Documents in accordance with the Redevelopment Agreement. The Redeveloper plans to submit the Construction Documents for the November meeting. [Location of the property is 411 South Frankfort Ave.]
- **Hogan on Greenwood, LLC:** Office Building. The Redeveloper is working toward streetscaping, landscaping, and fencing on the exterior. The contractors are finalizing painting, appliances, cleaning, and furniture. A temporary Certificate of Occupancy was obtained for the interior. A tour is scheduled for Thursday, October 1, 2015, following the TDA Board meeting. [Location of property: Northeast corner of South Greenwood Avenue and East 1<sup>st</sup> Street.]
- **Towne Place Suites - Wilkins Project:** Mixed-use 160 unit hotel. The Redevelopers are finalizing the terms of an Operating Agreement between W3 Development and Parkes Development Group. The Redevelopers are preparing to announce and begin marketing the retail and office spaces once the Agreement is fully executed. Cecilia Wilkins is working with the Redeveloper and expects to have the completed financing package to TDA by November 13, 2015. [Location of property: Northwest corner of Archer and Elgin Avenue.]
- **The Flats on Archer:** 140 unit apartment building. All parties are ready for closing by the end of the month. The legal representative, Trace Morgan will send the most current list of closing elements they view necessary and outstanding. The Redeveloper has recommended a closing date of November 2, 2015. [Location of property: 110 N. Boston Avenue.]
- **East End Village:** 83 unit apartments. Currently buildings 2, 4, 5 and 6 are completed and 47 of the 48 units are leased. All landscaping along with the public roof deck on building 4 is complete. The project is on track to be complete by October 31, 2015. [Location of property: 401 and 405 South Elgin Avenue, 408 and 418 South Frankfort Avenue, 414 East 4<sup>th</sup> Street, and 415 East 5<sup>th</sup> Street.]
- **Blue Dome Anchor, LLC:** Mixed-use with 128 unit apartment building. Blue Dome Anchor, LLC is designing approximately 60 loft apartments inside the existing Hartford Building. The Redeveloper is also exploring additional retail options to locate on the site. The Redeveloper intends to start the interior remodel before the end of the calendar year. [Location of the property: 110 South Hartford Avenue.]
- **YMCA Lofts:** Mixed-use with 45 unit apartments. The project is approximately 30% complete. All plumbing, mechanical and electrical is in place. Lightning in the underground parking lot is currently being installed. This is an Agenda item for today's meeting. [Location of the property: 515 South Denver Avenue.]

- **Vandever Lofts:** 40 apartment units. This project is complete. The Redeveloper will be submitting the last draw request for this project at the November 2015 TDA Regular Meeting. [Location of the property: 16 East 5<sup>th</sup> Street South.]
  - **River City Development, LLC:** The Redeveloper is in the process of gathering bids for the project. Construction is scheduled to begin December 2015. The Tax Abatement process looks promising. [Location of the property: 522 South Boston, Tulsa, Oklahoma.]
  - **IH Landlord LLC/The Ross Group:** The Redevelopers are installing the acoustical plaster on the front showroom ceiling. The Redevelopers are also laying asphalt in the parking lot and placing concrete for sidewalks. The contractors are finishing up rough mechanical and electrical and the Construction is still on schedule for a planned move-in date of December 2015. [Location of the property: 510 East 2<sup>nd</sup> Street, Tulsa, Oklahoma.]
  - **DG TUL MLK, LLC - The Petrous Group:** Retail - Dollar General. The Petrous Group applied for a zoning change and PUD Amendment for the property on September 24, 2015. They are to appear on the TMAPC November 4, 2015 meeting Agenda. [Location of property: East of Martin Luther King, Jr. Blvd., between East Queen Street and East Reading Street.]
2. **City Manager's Design Academy:** The Design Academy was sponsored by The Edward W. Rose, III Family Fund of the Dallas Foundation. The premise of the workshop was to discuss the development of a new TIF District for the East Village Area. Leslie Barchelor of the Oklahoma City Urban Renewal Authority provided a keynote address regarding the TIF and Tax Abatement process in Oklahoma. Topics of discussion included: Legal, Policy, and Implementation. Clay Bird provided background information and stated it would possibly take 6 months to start the TIF.
  3. **Sector Plan Update:** Houseal Lavigne Associates (HLA) is in the process of compiling the data collected during the August 2015 visit to Tulsa. HLA believes the University Center at Tulsa (UCAT) land will guide any recommendations to formalize the specific vision, goals, and objectives for each sector plan area. Houseal Lavigne Associates plan to return to Tulsa in November 2015.
  4. **Quad State APA Conference Session:** "Kendall-Whittier: A Holistic Approach to Neighborhood Revitalization in Tulsa." This topic has been selected for the 2015 Quad State Planning Conference in Kansas City, Missouri at the Westin Crown Center. The session will explore the relationship between several groups and the positive change being created in Tulsa's Kendall-Whittier neighborhood area. The City of Tulsa, Growing Together, Tulsa Development Authority, George Kaiser Family Foundation, and the University of Tulsa have been collaborating to sustain a vibrant

and the University of Tulsa have been collaborating to sustain a vibrant mixed-income neighborhood that offers quality education and community service. Executive Director Walker was invited to attend the session by Houseal Lavigne on October 21-23, 2015.

5. **Lansing Centre - Suite A:** The appraised value is \$7.00 per sq. ft. and the space is approximately 1,941 sq. ft. per month. The lease amount is \$1,358.70/\$1,400.00. Executive Director Walker is considering entering into a Listing Agreement with Kevin W. Anderson and Associates. This is an Agenda item for today's meeting.

6. **TDA Website:** Commissioner Roberts and Executive Director Walker met with Jeff Barnes of Walsh Barnes Associates on Thursday, September 17, 2015. Mr. Barnes suggested hiring a photographer for additional photos. The updated website will be used as a marketing tool with a modern touch. The website will also display: open records request, TDA Meeting Agenda's, TDA Board Packets, TDA's Resolutions, and other pertinent information. Examples of the website design was included in the Commissioner's packets.

7. **Project Updates:**

- Tulsa North Community Development Corporation - Northeast corner of North Main Street and East Latimer Street. No new information.
- Omega Alpha Development/Carland Group - One quarter mile North of East Pine Street and one quarter mile East of North Peoria Avenue. The Carland Group has completed the Environmental Review and plan to start construction in 60 to 90 days.
- Dirty Butter – Heritage Hills Extension - West of Hartford Avenue, between East Seminole Place and East Virgin Street. Sold seven (7) Dirty Butter lots on behalf of the City of Tulsa to families that want to live in north Tulsa.

4. **Staff Reports and Discussion – City of Tulsa (C.O.T.)**

a. **TIF Report Update – Mike Thedford: A copy of the report is included in the Commissioner's packets:**

- **Blue Dome Lighting Project: Fund No. 6967 –** Approximately 150 lights throughout the Blue Dome District. Engineering Design – City of Tulsa – Reviewed possible phasing with stakeholders on August 20, 2015. Project will comply with City of Tulsa lighting standards. Plans are progressing, will confirm phasing in the coming weeks.
- **Proposed streetscape improvements to Cameron Street: Fund No. 6963 –** No new information.

- **Elgin streetscape improvements: Fund No. 6967** – The project is complete. Mr. Thedford will remove this project from the Report next month, because it is complete.

**b. North Peoria TIF Update – Derek Gates: A copy of the report is included in the Commissioner’s packets:** Mr. Gates explained a public meeting was held on September 15, 2015 at Lacy Park. The meeting was an attempt to involve in the community in the process of reviewing proposed projects. Mr. Gates provided a report on possible projects for the North Peoria TIF and Lacy Park. Mr. Gates responded to questions and concerns of the Board. The TDA Board suggested Mr. Gates solicit more community input from other stakeholders not connected to Lacy Park. Councilor Jack Henderson stated all the TIF money should not be spent on Lacy Park and suggested finding people to work on developing economic development in the TIF district.

**5. General Counsel**

**a. Pending Litigation Report was included in the Commissioner packets:** General Counsel Hartley provided the monthly pending litigation report. General Counsel Hartley reported that any changes or new items are indicated in “**BOLD**” print. He also provided a status and overview of the report.

**Lien Foreclosure:**

- **Alpine Roofing, LLC v. MGT Construction Management, East End Village, LLC; Larson Development, TDA and others:** General Counsel has filed numerous responses to various motions and answers to TDA Counterclaim. Case is proceeding with Motions for Summary Judgment and Motions to Dismiss pending.

**Other:**

- **Novus Homes (Wilkins)** At the request of the Redevelopers, TDA granted a 90 day extension from August 13, 2015, in which to provide Construction Financial Documents. The Redevelopers have until November 2015 to provide documentation.

**6. Financial Reports**

- a. August 2015 - Income and Expenditure Report - included in the Commissioner packets:** Norman Kildow provided an updated report and an overview of the Income and Expenditure Report to the Commissioners and answered questions.
- b. Comparative Financial Statements - included in the Commissioner’s packets:** Norman Kildow provided an updated report, gave an overview

of the Comparative Financial Statements, and answered questions from the Board. After discussion, Commissioner Bracy moved to accept the Tulsa Development Authority Financial Report for August 2015 and Comparative Financial Statements for August 2015, and approve **Resolution No. 6140**, seconded by Commissioner Pegues. The vote was recorded as follows:

**Ayes: Peters, Mitchell, Pegues, Bracy, and Roberts**

**Nays: None**

**The motion passed unanimously.**

**c. Discussion, consideration and vote to approve Resolutions for payment of City of Tulsa – Quarterly Invoices (April, May, June 2015) as follows:**

**i. Finance Department for accounting services provided -**

**\$3,592.00:** Norman Kildow provided an overview of the quarterly invoices for the Finance Department, and answered questions from the Board. After discussion, Commissioner Bracy moved to approve **Resolution No. 6141**, approving payment of invoice from the City of Tulsa Finance Department in the amount of \$3,592.00 for accounting services rendered April 1 – June 30, 2015, seconded by Commissioner Pegues. The vote was recorded as follows:

**Ayes: Peters, Mitchell, Pegues, Bracy, and Roberts**

**Nays: None**

**The motion passed unanimously**

**ii. Planning and Development, Asset Management and Economic Development Departments for services provided - \$1,974.04:**

Norman Kildow provided an overview of the quarterly invoices for Planning and Development, Asset Management, and Economic Development Departments, and answered questions from the Board. After discussion, Commissioner Bracy moved to approve **Resolution No. 6142**, approving and authorizing expenditure of funds for City of Tulsa services to TDA for Fourth Quarter of Fiscal Year 2014-2015, seconded by Commissioner Pegues. The vote was recorded as follows:

**Ayes: Peters, Mitchell, Pegues, Bracy, and Roberts**

**Nays: None**

**The motion passed unanimously**

7. **Receive, Discuss, and Vote:**

- a. **Discussion, consideration, and vote to enter into a Listing Agreement with Kevin W. Anderson & Associates for the leasing of TDA owned property located at 1216 North Lansing Avenue, Suite A, Tulsa, Oklahoma:** Executive Director Walker stated TDA would like to hire Mr. Kevin Anderson to market, list, and lease Suite A. He also stated a Listing Agreement is in the Board members packets and introduced Mr. Anderson. Mr. Anderson, stated the building is of good quality and a bonus to Suite A is air-conditioning throughout; however, Suite A will require repairs (roof repair, painting, ceiling tiles, and wall repair) to attract elite tenants. After discussion, Vice Chairman Mitchell moved to approve **Resolution No. 6143**, selecting a firm and approving negotiation of a listing agreement with Kevin W. Anderson & Associates, with modifications, for lease of TDA owned real property located at 1216 North Lansing Avenue, Suite A, Tulsa, Oklahoma, seconded by Commissioner Roberts. The vote was recorded as follows:

**Ayes: Peters, Mitchell, Pegues, Bracy, and Roberts**

**Nays: None**

**The motion passed unanimously.**

- b. **Discussion, consideration, and vote to authorize a Resolution approving the 5<sup>th</sup> Amendment to a Contract for Sale of Land for Private Redevelopment between One Place SE, LLC and TDA for property located on the northeast corner of South Denver Avenue and West 3<sup>rd</sup> Street South, Tulsa, Oklahoma:** General Counsel Hartley stated he has not received communication from the Attorney for the Redeveloper and would like to table this item because it is not ready for action.
- c. **Discussion, consideration to receive a status update and to approve the Agreement for Consent to Sell and Transfer of Land Subject to Contract for Sale for Private Redevelopment between the Tulsa Development Authority, Tulsa Open Space Alliance, Inc., Tulsa Urban Development Group, LLC, Hartford Commons, LLC and Greenwood Avenue Partners, LLC for property located between East 2<sup>nd</sup> and 3<sup>rd</sup> Streets, 40 feet East of Greenwood Avenue, Tulsa, Oklahoma, (Resolution No. 6111 approved June 22, 2015):** General Counsel Hartley stated all parties are in Agreement and TDA will convey title to Greenwood Avenue Partners. After discussion, Vice Chairman Mitchell moved to approve **Resolution No. 6144**, approving Agreement between Tulsa Development Authority, Tulsa Open Space Alliance, Inc., Tulsa Urban Development Group, LLC, Hartford Commons, LLC, and Greenwood Avenue Partners, LLC for Consent to Sale and Transfer of Land subject to Contract for Sale of Land for Private Redevelopment between Tulsa Development Authority and Tulsa Open Space Alliance, Inc. Commissioner Pegues seconded the motion. The vote was recorded as follows:



**Ayes: Peters, Mitchell, Pegues, Bracy, and Roberts**

**Nays: None**

**The motion passed unanimously.**

- d. **Discussion, consideration, and vote to authorize a Resolution approving a request from the Downtown Development and Redevelopment Committee to the TDA Board of Commissioners to assume responsibility for negotiation and preparation of a Redevelopment Agreement (incorporating conditions and terms to be supplied by the City of Tulsa) with Nelson+Stowe Development, LLC for development of the property located on the Northwest corner of East 3rd Street and South Frankfort Ave., Tulsa, Oklahoma, and to be known as the Blue Dome Box Yard:** Executive Director Walker stated Nelson+Stowe requested a \$250,000.00 loan, for a term of 5 years, from the Downtown Development and Redevelopment Fund. The project will consist of mixed use commercial spaces using shipping containers. After discussion, Commissioner Pegues moved to approve **Resolution No. 6145**, accepting City of Tulsa (Downtown Development and Redevelopment Fund Committee) request to negotiate and administer a Redevelopment Agreement with Nelson+Stowe Development, LLC for the Redevelopment of the Northwest corner of East 3<sup>rd</sup> Street and South Frankfort Avenue. Commissioner Bracy seconded the motion. The vote was recorded as follows:

**Ayes: Peters, Mitchell, Pegues, Bracy, and Roberts**

**Nays: None**

**The motion passed unanimously.**

- e. **Discussion, consideration and vote to authorize a Resolution approving a request from the Downtown Development and Redevelopment Committee to the TDA Board of Commissioners to assume responsibility for negotiation and preparation of a Redevelopment Agreement (incorporating conditions and terms to be supplied by the City of Tulsa) with First Place LLC for development of property located at 419 South Main Street, Tulsa, Oklahoma, to construct and develop a mixed-use parking and retail development:** Executive Director Walker stated this is a new request from the Downtown Development and Redevelopment Fund for First Place, LLC. General Counsel Hartley stated the term for the \$1,700,000.00 loan is 5 years. After discussion, Commissioner Pegues moved to approve **Resolution No. 6146**, accepting City of Tulsa (Downtown Development and Redevelopment Fund Committee) request to negotiate and administer a Redevelopment Agreement with First Place, LLC for the Redevelopment of real property located at 419 South Main Street, Tulsa, Oklahoma. Commissioner Roberts seconded the motion. The vote was recorded as follows:

**Ayes: Peters, Mitchell, Pegues, Bracy, and Roberts**  
**Nays: None**

**The motion passed unanimously.**

- f. **Discussion, consideration and vote to approve a Resolution authorizing Draw Request No. 2 from TDL NOW, LLC in the amount of \$87,500.00 for the YMCA Lofts Project, a/k/a YMCA Building Project, on property located at 515 S. Denver, Tulsa, Oklahoma:** Executive Director Walker stated this is the second draw request for the YMCA project, in the amount of \$87,500.00 which represents 30% completion. The first draw request was approved in October 2013 for \$314,250.00. Mr. John Snyder and Mr. Bob Jack were present and provided the Board with a status update. After discussion, Commissioner Bracy moved to approve **Resolution No. 6147**, approving payment of Advance Number Two to TDL Now, LLC pursuant to Redevelopment Agreement for The YMCA Lofts Project, a/k/a YMCA Building Project – 515 South Denver Avenue, Tulsa, Oklahoma. Commissioner Pegues seconded the motion. The vote was recorded as follows:

**Ayes: Peters, Mitchell, Pegues, Bracy, and Roberts**  
**Nays: None**

**The motion passed unanimously.**

- g. **Discussion, consideration and vote to approve the Subordination Agreement between Detroit Lofts, LLC, Tulsa Development Authority and Great Southern Bank for redevelopment of property known as the Detroit Lofts, and located at 107 North Detroit Ave., Tulsa, Oklahoma:** General Counsel Hartley stated this is a request from Detroit Lofts for a Subordination Agreement because the Redeveloper is moving to permanent financing. The TDA loan will remain in second mortgage position and the first mortgage amount will not be increased. After discussion, Commissioner Bracy moved to approve **Resolution No. 6148**, approving execution of Subordination Agreement for refinancing of senior indebtedness, Detroit Lofts, LLC – Detroit Lofts Project. Vice Chairman Mitchell seconded the motion. The vote was recorded as follows:

**Ayes: Peters, Mitchell, Pegues, Bracy, and Roberts**  
**Nays: None**

**The motion passed unanimously.**

**Commissioner Roberts moved to go into Executive Session at 9:50 a.m., seconded by Commissioner Bracy. The vote was recorded as follows:**

**Ayes: Peters, Mitchell, Pegues, Bracy, and Roberts**  
**Nays: None**

**The motion passed unanimously.**

- 8. Executive Session: Discussion, consideration and vote to go into Executive Session as authorized by 25 O.S. §307(b)(4) for confidential communications with TDA General Counsel regarding a pending investigation, claim or action upon determination by the TDA Board of Commissioners, with the advice of its General Counsel, that disclosure will seriously impair the ability of the TDA Board of Commissioners to process the claim or conduct a pending investigation, litigation, or proceeding in the public interest and/or 25 O.S. §307(c)(10) for the purpose of conferring on matters pertaining to economic development for which public disclosure of the matter discussed would interfere with the development of products or services or if public disclosure would violate the confidentiality of the business:**

- a. Confidential communication with Counsel regarding a potential collaborative effort with Capital Homes Residential Group, L.L.C., in the Crosbie Heights Neighborhood, Tulsa, Oklahoma. [25 O.S. §307(b) (4) and §307(c) (10).]
- b. Confidential communication with Counsel regarding an update on the First Street Lofts project, located one-quarter (¼) mile East of Detroit Avenue, and South of 1st Street, (310 E. First Street) Tulsa, Oklahoma. [25 O.S. §307(b) (4) and §307(c) (10).]

- 9. Vote to Return to Open Session:** Commissioner Roberts moved to return to open session at 11:18 a.m., seconded by Vice Chairman Mitchell. The vote was recorded as follows:

**Ayes: Peters, Mitchell, Pegues, Bracy, and Roberts**

**Nays: None**

**The motion passed unanimously.**

- 10. Statement of the Executive Session:** During Executive Session, all Commissioners of the Authority who were present for this meeting were present for the Executive Session. The Authority maintained a quorum. During the Executive Session, the items on the published Agenda were the only items discussed. No votes were taken during the session. This will constitute the minutes of the Executive Session.

- 11. Discussion, consideration and vote on items discussed in Executive Session:**  
None

12. **New Business:** 8.b. – First Street Lofts – After discussion, Vice Chairman Mitchell moved to approve Resolution No. 6149, approving and authorizing execution of the Eighth Amendment to the Redevelopment Agreement between The Tulsa Development Authority and The First Street Lofts, L.L.C. Commissioner Bracy seconded the motion. The vote was recorded as follows:

**Ayes: Peters, Mitchell, Pegues, Bracy, and Roberts**

**Nays: None**

**The motion passed unanimously.**

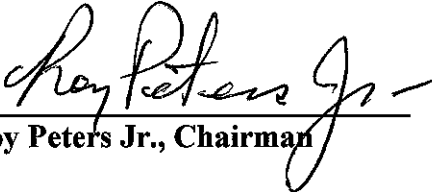
Chairman Peters appointed a sub-committee to assist with the Capital Homes Project. The Committee Members are: Vice Chairman Mitchell will Chair the Committee, Commissioner Pegues, Executive Director Walker, and General Counsel Hartley.

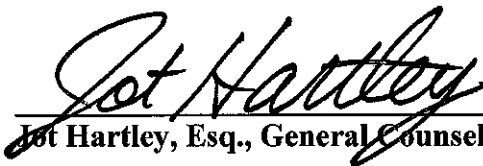
Executive Director Walker stated, the tour of the Hogan Building will begin immediately following the meeting.

13. **Adjournment:** Chairman Peters adjourned the meeting at 11:21 a.m.

**Tulsa Development Authority**

**Approved as to legal form and adequacy:**

  
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**Roy Peters Jr., Chairman**

  
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**Jot Hartley, Esq., General Counsel**

[10-1-2015 – Regular Meeting Minutes - (nbc-)]