

REGULAR MINUTES

Tulsa Development Authority Board of Commissioners Regular Meeting

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

Thursday – November 13, 2014

8:30 a.m.

Present:

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

Absent:

Nancy Roberts, Commissioner

Also Present:

Kevin Anderson
Andrew Coffey
Leon Davis
Norman Kildow
Steve Larry
Michelle Lester
Ted Osgood

Also Present:

Casey Stowe
Mike Thedford
Aaron Tracy
NaTasha Bunch
Jane Malone
Carol Young

The regular meeting was called to order at 8:32 a.m. by Chairman Pegues. 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.

- 1. Roll Call:** Jane Malone called roll; Chairman Pegues, Vice Chairman Peters, and Commissioner Bracy were in attendance. Commissioner Mitchell arrived at 9:00 a.m. A quorum was present.

Chairman Pegues stated prior to the agenda, Vice Chairman Peters would like to provide a report of the IDL Dwell Tour. Vice Chairman Peters stated the tour took place on Sunday, November 9, 2014 and was conducted by the Foundation for Architecture as a fundraiser. The tour consisted of redeveloped residential areas that had TDA involvement.

2. Routine, Repetitive Items for Action:

- a. Minutes of September 18, 2014 Board Retreat
- b. Minutes of October 2, 2014 Work Study Session
- c. Minutes of October 2, 2014 Executive Session
- d. Minutes of October 9, 2014 Regular Meeting
- e. Minutes of October 9, 2014 Executive Session

Commissioner Bracy moved to approve the minutes, Agenda Items 2. a., b., c., d., and e., seconded by Vice Chairman Peters. The vote was recorded as follows:

Ayes: Pegues, Peters, and Bracy

Nays: None

The motion passed unanimously.

- f. Tulsa Development Authority Financial Report for September 2014

Vice Chairman Peters moved to approve the Tulsa Development Authority Financial Report for September 2014, seconded by Commissioner Bracy. The vote was recorded as follows:

Ayes: Pegues, Peters, and Bracy

Nays: None

The motion passed unanimously.

- g. September 2014 - Comparative Financial Statements
- h. September 2014 – Program Income Report – Fund 5540

Commissioner Bracy moved to approve **Resolution No. 6022**, approving TDA financial report for September 2014, Program Income Report for Fund No. 5540, and the Comparative Financial Statements, Vice Chairman Peters seconded the motion. The vote was recorded as follows:

Ayes: Pegues, Peters, and Bracy

Nays: None

The motion passed unanimously.

3. Receive, Discuss, and Vote:

- a. **Discussion, consideration and vote to approve a Resolution authorizing payment of City of Tulsa, Financial Department invoice for services rendered from July 2014 through September 2014:** The Board thanked Norman Kildow for the financial services provided. After discussion, Vice Chairman Peters moved to approve **Resolution No. 6023**, approving payment of invoice from The City of Tulsa Finance Department in the amount of \$4,331.86 for accounting services rendered July 1, 2014 through September

30, 2014. Commissioner Bracy seconded the motion. The vote was recorded as follows:

Ayes: Pegues, Peters, and Bracy

Nays: none

The motion passed unanimously.

- b. Discussion, consideration and vote to approve the TDA Annual Audit Report (Fiscal year 2013 – 2014):** Norman Kildow explained the difference between the audit presented at Work Study and the audit presented today is today's audit is the final audit including the audit opinion. General Counsel Hartley explained the Resolution included in the Commissioner's packets would have to be revised to include the correct date and remove the approval of invoice because the Board had not received the invoice. Norman Kildow explained an invoice for the audit is expected late November and will be presented to the Board at the December meeting. After discussion, Vice Chairman Peters moved to approve Resolution No. 6024, approving Audit Report for Fiscal Year 2013 – 2014, with revisions stipulated by General Counsel Hartley. Commissioner Bracy seconded the motion. The vote was recorded as follows:

Ayes: Pegues, Peters, and Bracy

Nays: None

The motion passed unanimously.

- c. Discussion, consideration, and vote to authorize a Resolution approving the TDA Board calendar for 2015 – 2016:** Executive Director Walker explained the meeting schedule must be filed with the Secretary of State by December 15, 2014. The TDA Board of Commissioners has reviewed the Board Schedule for January 2015 to January 2016, noting that the dates of the Work Study Sessions are on the first Thursday of the month and the Regular Meeting on the second Thursday of the month, with the exception of the January 2015 meetings, which will be held on the second and third Thursday. After discussion, Vice Chairman Peters moved to approve Resolution No. 6025, approving Tulsa Development Authority Board meeting schedule for January 2015 to January 2016. Commissioner Bracy seconded the motion. The vote was recorded as follows:

Ayes: Pegues, Peters, and Bracy

Nays: None

The motion passed unanimously.

- d. Discussion, consideration, and vote to approve a Resolution approving a request from Hogan on Greenwood, LLC regarding a Streetscaping project for property located on the Northeast corner of South Greenwood Avenue and East 1st Street South, Tulsa, Oklahoma and**

use of Blue Dome TIF funds for South Greenwood portion of the project: Executive Director Walker explained TDA will partner with the Blue Dome TIF for this Streetscaping project. TDA will pay \$82,579.00 from the Hartford Building Fund No. 3122 and the Blue Dome TIF will pay \$66,500.00. After discussion, Vice Chairman Peters moved to approve **Resolution No. 6026**, approving and authorizing funding from the Blue Dome TIF of certain construction improvements for the streetscape project on Greenwood Avenue between First Street and the Railroad Right-of-Way and Funding from Tulsa Development Authority for streetscape improvements on East First Street from Greenwood Avenue to the east side of vacated Hartford Avenue. Commissioner Bracy seconded the motion. The vote was recorded as follows:

Ayes: Pegues, Peters, and Bracy
Nays: None

The motion passed unanimously.

- e. **Discussion, consideration, and vote to approve a Resolution approving Construction Documents and Specifications for property located on the Northwest corner of East 3rd Street and South Cheyenne Avenue for Hampton Inn and Suites for One Place, LLC:** Executive Director Walker and General Counsel Hartley provided detailed information regarding the plans prepared for the Hampton Inn and Suites for the redevelopment. After discussion, Commissioner Bracy moved to approve **Resolution No. 6027**, approving construction documents and specifications submitted by One Place Hospitality, LLC for the redevelopment of the real property located at East 3rd Street and South Cheyenne Avenue. Commissioner Peters seconded the motion. The vote was recorded as follows:

Ayes: Pegues, Peters, and Bracy
Nays: None

The motion passed unanimously.

- f. **Discussion, consideration, and vote to authorize a Resolution approving the termination of a License Agreement between Sam Daniel III and TDA for property located on the Northeast corner of East 1st Street and South Lewis Avenue, Tulsa, Oklahoma:** Executive Director Walker and General Counsel Hartley provided information and rationale to terminate the License Agreement, obtain an appraisal, and issue a Request for Proposal. Vice Chairman Peters suggested contacting the library for the property prior to the issuance of a Request for Proposal. After discussion, Commissioner Bracy moved to approve **Resolution No. 6028**, approving Termination of License Agreement with Sam P. Daniel, III for TDA owned land located at the northeast corner of East First Street South and South Lewis Avenue. Vice Chairman Peters seconded the motion. The vote was recorded as follows:

Ayes: Pegues, Peters, and Bracy
Nays: None

The motion passed unanimously.

- g. Discussion, consideration, and vote to approve a Resolution approving a proposal from the Lacy Park Council to enter into negotiations with D.W. Gates Engineering Service as Project Manager for projects in the North Peoria TIF. Boundaries are: North – East Apache Street; South - East Pine Street; East – North Utica Avenue; West – Midland Valley Railroad:** Executive Director Walker and General Counsel Hartley provided information regarding the need for a Project Manager for projects in the North Peoria TIF. After discussion, Commissioner Bracy moved to approve **Resolution No. 6029**, selecting a firm and approving negotiation of a contract to include a clause for quarterly periodic reporting to the TDA Board, together with a termination clause, with D.W. Gates Engineering Services for design, project planning, and consulting for the North Peoria TIF. Vice Chairman Peters seconded the motion. The vote was recorded as follows:

Ayes: Pegues, Peters, and Bracy
Nays: None

The motion passed unanimously.

- h. Discussion, consideration, and vote to approve a Resolution rescinding Resolution No. 5985 and the contract with DeAngelo McBee for sale of TDA owned real estate located at 210 East 51st Street North, Tulsa, Oklahoma and authorizing refund of purchase price paid upon re-conveyance of title to TDA:** General Counsel Hartley explained the rationale for the TDA Board to approve the Resolution. After discussion, Vice Chairman Peters moved to approve **Resolution No. 6030**, rescinding previous TDA Resolution No. 5989 and authorizing refund of purchase money paid by DeAngelo McBee upon receipt of Conveyance of Property located at 210 East 51st Street North, Tulsa, Oklahoma. Commissioner Bracy seconded the motion. The vote was recorded as follows:

Ayes: Pegues, Peters, and Bracy
Nays: None

The motion passed unanimously.

- i. Discussion, consideration, and vote to approve a Resolution authorizing Draw Request No. 6 from East End Village, LLC for Downtown Housing Funds for the East End Village project located at 401 and 405 S. Elgin Avenue, 408 and 418 S. Frankfort Avenue, 414 East 4th Street and 415 E. 5th Street, Tulsa, Oklahoma:** Executive

Director Walker explained the request is for \$137,230.14 which represents 69% completion. After discussion, Commissioner Bracy moved to approve **Resolution No. 6031**, approving payment of Advance Number Six to East End Village, LLC pursuant to Redevelopment Agreement for the East End Village Project. Vice Chairman Peters seconded the motion. The vote was recorded as follows:

Ayes: Pegues, Peters, and Bracy

Nays: None

The motion passed unanimously.

- j. Discussion, consideration, and vote to approve a Resolution authorizing entering into negotiations for Request for Qualifications (RFQ) for a consultant service to draft an Annual Report for the Tulsa Development Authority:** General Counsel Hartley provided information and Executive Director Walker reported there were 4 (four) respondents to the Request for Qualifications for the Annual Report. After discussion, Vice Chairman Peters moved to approve **Resolution No. 6032**, authorizing negotiations for a contract to provide services for the preparation of an Annual Report for the Tulsa Development Authority, to The Write Company Incorporated and Overlease Design, for a services contract for the preparation of an Annual Report. Commissioner Bracy seconded the motion. The vote was recorded as follows:

Ayes: Pegues, Peters, and Bracy

Nays: None

The motion passed unanimously.

Commissioner Mitchell arrived at 9:00 a.m.

- k. Discussion, consideration, and vote to approve a Resolution authorizing entering into negotiations for Request for Qualifications (RFQ) for a consultant service to draft a Strategic Plan for the Tulsa Development Authority:** Executive Director Walker reported only one respondent to this RFQ. After discussion, Commissioner Bracy moved to approve **Resolution No. 6033**, for TDA to enter into negotiations with EverMore Services, LLC, for a services contract to provide services for the preparation of a Strategic Plan for the Tulsa Development Authority. Commissioner Mitchell seconded the motion. The vote was recorded as follows:

Ayes: Pegues, Peters, Bracy, and Mitchell

Nays: None

The motion passed unanimously.

4. **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 Responses to the Request for Proposal (RFP) for redevelopment of TDA owned property located on the Southeast corner of East 3rd Street and South Frankfort Avenue, Tulsa Oklahoma. [25 O.S. §307(b)(4) and §307(c)(10).]
- b. Confidential communication with Counsel regarding an Agreement for Services between Houseal Lavigne, Associates and TDA for the Sector Plan update. [25 O.S. §307(b)(4) and §307(c)(10)]
- c. Confidential communication with Counsel regarding an update on the First Street Lofts project, located one-quarter mile east of Detroit Avenue and South 1st Street, (310 E. 1st Street) Tulsa, Oklahoma. [25 O.S. §307(b)(4) and §307(c)(10).]

Commissioner Bracy moved to go into Executive Session at 9:06 a.m., seconded by Commissioner Mitchell. The vote was recorded as follows:

Ayes: Pegues, Peters, Bracy, and Mitchell

Nays: None

The motion passed unanimously.

5. **Vote to return to open session.**

Commissioner Bracy moved to return to Open Session at 9:49 a.m., seconded by Vice Chairman Peters. The vote was recorded as follows:

Ayes: Pegues, Peters, Bracy, and Mitchell

Nays: None

The motion passed unanimously.

6. **Statement of 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.

7. **Discussion, consideration and vote on items discussed in Executive Session:**

Executive Session Agenda Items:

4.a. – Respondent to RFP

At the November 6, 2014 TDA Work Study Session, Commissioner Mitchell disclosed to the TDA Board of Commissioners and General Counsel Jot Hartley the potential for a conflict of interest with regard to Agenda item 4.a. due to his relationship with the principals of one of the entities responding to the RFP, Nelson+Stowe Development LLC.

In accordance with TDA conflicts and ethics policy, General Counsel Hartley conducted an inquiry into the specifics of the potential conflict of interest. Mr. Hartley expressed his opinion to the TDA Board of Commissioners that Commissioner Mitchell has no actual conflict of interest in this matter and is therefore not prohibited from participating in discussions, deliberations, or vote with regard to the selection of the redeveloper for this agenda item.

After discussion, Commissioner Bracy moved to approve **Resolution No. 6034**, authorizing negotiations for the sale and redevelopment of TDA owned real property located at the southeast corner of East 3rd Street and South Frankfort Avenue, Tulsa, Oklahoma, the Board selects Nelson+Stowe Development LLC. Commissioner Mitchell seconded the motion. The vote was recorded as follows:

Ayes: Pegues, Peters, Bracy, and Mitchell

Nays: None

The motion passed unanimously.

4.b. – Houseal Lavigne

After discussion, Vice Chairman Peters moved to approve **Resolution No. 6035**, approving First Amendment to the Agreement for Professional Planning Services with Houseal Lavigne Associates, LLC for the preparation and presentation of the City of Tulsa Sector Plan Update project - PR Firm approval. Commissioner Mitchell seconded the motion. The vote was recorded as follows:

Ayes: Pegues, Peters, Bracy, and Mitchell

Nays: None

The motion passed unanimously.

4.c. – First Street Lofts

General Counsel Hartley stated he has been in communication with the attorney for First Street Lofts and some documents were provided. General Counsel Hartley will continue to be in communication with the attorney and will report back to TDA's Board of Commissioners.

8. **New Business:** General Counsel Hartley distributed a New York Times article about the redevelopment in Downtown Tulsa. The article is a reflection of the accomplishments of TDA in downtown. Chairman Pegues stated the article is complimentary of work TDA has done.

Executive Director Walker extended well wishes to the family of Monty McElroy, a City of Tulsa employee that passed.

9. **Adjournment:** Commissioner Mitchell moved to adjourn the meeting at 9:58 a.m., seconded by Commissioner Bracy. The vote was recorded as follows:

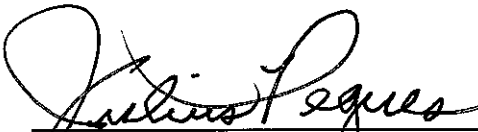
Ayes: Pegues, Peters, Bracy, and Mitchell

Nays: None

The motion passed unanimously.

Tulsa Development Authority

Approved as to legal form and adequacy:


Julius Pegues, Chairman


Joe Hartley, Esq., General Counsel

[11-13-2014 – Regular Meeting Minutes - (nb-jm)]