

## 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 North Conference Room

Thursday – November 3, 2016

9:00 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:**

Roger Acebo  
Clay Bird  
Kenyon Brown  
Linn Cain  
Stephen Carr  
Allecia Chatman  
David Charney  
Jillian Childress  
Jim Coles  
Mike Dickerson  
Vincent Dohmen  
Neal Foster  
Derek Gates  
Rafael Herranz  
Ross Heyman  
Kristen Hughes  
Bob Jack  
Norman Kildow

#### **Also Present:**

Tim Long  
Jean Lu  
Mike Mantle  
Mary McBryas  
Julie Miner  
Rhett Morgan  
Sally Moseby  
Lottie Nealy  
Charles Okyere  
Ashley Philippsen  
Isaiah Persson  
Michael Reed  
Mike Thedford  
Pat Williams  
Dennis Whitaker  
NaTasha Bunch-Everly  
Jane Malone  
Carol Young

**The Regular Meeting was called to order at 9:04 a.m. by Chairman Peters. Decisions will be made, votes and action taken. A quorum was established. 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 Peters, Vice Chairman Mitchell, Commissioner Pegues, Commissioner Bracy, and Commissioner Roberts were present. A quorum was present.

Chairman Peters recognized three (3) individuals in attendance and requested each introduce himself. Vincent Dohmen is from Germany and is here as a foreign exchange student. Rafael Herranz is from Spain and is also a foreign exchange student. Keyon Brown is a student at Central High School. All three are guests with Dr. Pat Williams.

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

- a. Minutes of October 6, 2016 Regular Meeting
- b. Minutes of October 6, 2016 Regular Executive Session 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. Copies of the Report were available at the table in the rear of the room.**

1. **Project Status Update**

- A. **Tulsa Urban Development Group, LLC, d/b/a Urban8:**

The build-out for unit two (2) is under way. The project has a new real estate broker of record to attract individuals to the Condo's.

- B. **The Edge at East Village (Hartford Commons, LLC):**

The project will be completed by mid-December. The Redeveloper has invited the TDA Board of Commissioners to tour the site.

- C. **Fire Station No. 1 - CORE Associates, LLC:**

The Redeveloper continues to make progress under the terms and conditions of the Redevelopment Agreement.

- D. **The Flats on Archer:**

IDP permits for the multi-family project were submitted to the City of Tulsa for approval. Associated "License Agreements" are being obtained for execution with related parties. Agreements with the construction contractor details are in the final legal review. Rupe Construction estimates 12 - 15 months from the date of "ground-breaking" to complete the project.

**F. YMCA Lofts:**

This is an Agenda item today for Draw Request No. 11. Mr. Bob Jack, representative for YMCA Lofts is present to provide a project update.

**G. The Meridia, LLC - City Development LLC:**

This is an Agenda Item today for Draw Request No. 7.

**H. Tulsa Box Yard:**

TDA's General Counsel is working with the Senior Vice President of AVB to draft an irrevocable letter of credit. Additional shipping containers are on site and are connecting the second floor.

**I. First Street Lofts:**

The Redeveloper's reported that framing continues on the 4<sup>th</sup> and 5<sup>th</sup> floors. Rough mechanical, electrical, and plumbing on floors 2 through 5 and these activities will continue for the next few weeks.

2. **The Village at Central Park:** There are two separate Redevelopers for the project. Pearl Development, LLC has selected a new Project Architect. They are in the process of modifying plans that will be more feasible for the land. VCP, LLC has received the approved building permits and broke ground the week of October 17, 2016. The foundation and footing forms are being installed and concrete will be poured in the near future. Chairman Peters requested Executive Director Walker contact the Redevelopers and schedule a meeting prior to the December Board meeting.

5. **Sector Plan Update**

The Consultants are not available to attend the meeting today; however, this is an Agenda item for Adoption by the TDA Board today. On September 7, 2016, the TMAPC reviewed and recommended approval for the adoption of both sector Plans by Resolution, rather than ordinance. Two public hearings were held with the City Council on October 12, 2016 and October 26, 2016. Once the plans are adopted and put in place, TDA will seek funds to implement the Plans.

Executive Director Walker responded to comments and concerns from the Board members.

Mr. Clay Bird, representative for the Mayor's Office provided information regarding the Brady District TIF, including approval of Attorney fees. It was suggested that this item be placed on the Agenda for next month's TDA meeting.

TDA staff member NaTasha Bunch-Everly was complimented on her work in developing the email blast and Downtown Development Presentation to enhance the work and efficiency of TDA.

After discussion, Commissioner Bracy moved to accept TDA's Executive Director Report for November 2016. 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**

**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** – Waiting for final City/Utility company coordination – being sent for advertisement with expectation that final letter from utility review will be received. Best case scenario, bid advertisement will be November 18, 2016.
- **Proposed streetscape improvements to Cameron Street: Fund No. 6963** – Bid advertising started on October 21, 2016 and pre-bids are October 31, 2016.
- **Elgin streetscape improvements: Fund No. 6967** –. Plans for Main Street are at 75%. Revisions are required based on City Planning comments. Bump-outs to be added.

**b. North Peoria TIF Update – Derek Gates: A copy of the report is included in the Commissioner's packets:** A community meeting is scheduled for November 3, 2016 at 6:00 p.m. at Rudisill Library. Previous meetings were held with community members about prospective projects and why some would require city approval and support in order to be considered. A meeting is also scheduled on November 3, 2016 with the City of Tulsa Traffic Engineering Department to discuss the Peoria Lighting plan and to coordinate with City of Tulsa. Mr. Michael Reed, a member of the Lacy Park Task Force expressed comments, concerns, and suggestions for the North Peoria Lighting Plan.

**c. WIN's Department – Brant Pitchford: A copy of the report is included in the Commissioner's packets:** Mr. Brant Pitchford was absent, Mr. Neal Foster was present to report for Mr. Pitchford. As of today, 43 applications have been received, 2 applications were canceled, 7 applications are in progress, and 12 applications are being processed. \$169,647.00 funds have been allocated and \$30,353.00 is the balance available for projects.

**d. Local Development Acts Report – Jim Coles: A copy of the report is included in the Commissioner's packets:** Mr. Jim Coles presented his Report. The Commissioners expressed major concerns regarding the lack of reporting of all TIF districts. Mr. Coles stated Mike Kier did not want

to produce all TIF reports. General Counsel Hartley advised the information could be obtained by "Open Records" request or asking the City Council to assist.

- e. **Elm Creek/6<sup>th</sup> Street Drainage Detention and Conveyance Plan – Roger Acebo: A copy of the report is included in the Commissioner's packets:** Mr. Roger Acebo provided an update and information on the 6<sup>th</sup> Street/Elm Creek project. He also answered questions and concerns from the Board.

## 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. He stated he will defer discussion until the Executive Session.

### Lien Foreclosure:

- **Alpine Roofing, LLC v. MGT Construction Management, East End Village, LLC; Larson Development, TDA and others:**

Some of the remaining lien claimants are seeking motions to compel production of documents and to quash deposition notices – motions to compel and quash do not involve TDA. TDA has received discovery requests for which TDA counsel is preparing responses.

### Breach of Contract and Lien Foreclosure Counterclaims:

- **East End Village, LLC v. MGT Construction Management, Inc., et al:**

See discussion of consolidated case above.

- **Sunbelt Fire Protection, Inc. v. MGT Construction Management, Inc. et al:**

Both East End Village, LLC and MGT Construction Management, Inc. (the general contractor) have filed motions to dismiss the claims – motions remain pending.

### Other:

- **Novus Homes (Wilkins).**

TDA General Counsel and Special Counsel are proceeding with Arbitration as requested by Wilkins. Counsel for Wilkins submitted a letter dated October 24, 2016 listing six arbitrators acceptable to Wilkins. TDA's response is pending.

**6. Discussion, consideration, and vote to accept Financial Reports**

- a. September 2016 - 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 Financial Report and Comparative Financial Statements for September 2016, **Resolution No. 6279**, approving TDA Financial Report for September 2016, and the Comparative Financial Statement, seconded by Vice Chairman Mitchell. The vote was recorded as follows:

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

**The motion passed unanimously.**

- c. Draft Annual Audit 2015 – 2016 - included in the Commissioner's packets:** Norman Kildow introduced Kristen Hughes, a representative with RSM. Ms. Hughes presented the Draft Annual Audit and reported there are not any deficiencies and TDA will receive a clean audit. Ms. Hughes graded the audit as an "A", although Commissioner Bracy was hoping for an "A+"!

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

- a. Discussion, consideration, and vote to adopt the Greenwood Heritage Neighborhoods Sector Plan/Unity Heritage Neighborhood Sector Plan which includes the Executive Summary, an Implementation Matrix and Land Use and Areas of Stability and Growth Maps:** Executive Director Walker stated the Sector Plan process started 2 years ago and we are currently in the Adoption phase of the process. The plan was adopted by the Tulsa Metropolitan Area Planning Commission and the Tulsa City Council, the final Adoption is before the TDA Board for approval today. Executive Director Walker answered questions concerning the name change from Greenwood Heritage to Unity Heritage Neighborhood Sector Plan. Counsel Hartley stated, the plan went through the adoption process named, the Greenwood Heritage Plan and going forward both names will be used. After discussion, Vice Chairman Mitchell moved to approve **Resolution No. 6280**, approving and adopting the Greenwood Heritage Neighborhoods/Unity Heritage Neighborhoods Sector Plan. Commissioner Pegues seconded the motion. 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 adopt the Kendall-Whittier Neighborhood Sector Plan which includes the Executive Summary, an Implementation Matrix and Land Use and Areas of Stability and Growth Maps:** Executive Director Walker stated, the name did not change with this plan and requests the TDA Board approve Adoption of the Kendall-Whittier Neighborhood Sector Plan. After discussion, Commissioner Bracy moved to approve **Resolution No. 6281**, approving and adopting the Kendall-Whittier Sector Plan. Commissioner Pegues seconded the motion. 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 receive and review responses from the Request for Proposals (RFP) for Qualified Developers to construct and develop TDA property located on East Latimer Street, between North Boston Avenue and North Main Street, Tulsa, Oklahoma, as follows:**

**i. Capital Homes, LLC**

**ii. Tulsa North CDC and KBK Enterprises**

Executive Director Walker stated at the request of the Board to receive a recommendation from the area residents, both Respondents presented the proposed projects to the Brady Heights District Homeowners Association. Both Respondents and Executive Director Walker attended the monthly Brady Heights District Homeowners Association meeting on October 22, 2016. The residents of the area were presented with the opportunity to participate in an online survey in an effort to garner a recommendation inclusive of all Brady Heights District Homeowners Association.

Dr. Pat Williams, representative with Tulsa North CDC, was present to provide a presentation of the proposed Senior Living Mixed Development Complex. She answered questions and concerns from the Board.

David Charney and Sally Moseby, representatives with Capital Homes, were present and provided a revised proposal for redevelopment in the area. The representatives answered questions and concerns from the Board.

Ashley Philipsen, a 2 year resident of Brady Heights, and Julie Miner, a 10 year resident of Brady Heights, were present to provide rationale for the recommendation from the Brady Heights Association. The Brady Heights

District Homeowners Association recommends Capital Homes as the developer of the land. Chairman Peters stated, further discussion would occur during Executive Session.

- d. **Discussion, consideration, and vote to approve a Resolution authorizing the Seventh Draw Request from The Meridia, LLC in accordance with the terms and conditions of the Downtown Development Redevelopment Fund Committee for property located at 522 South Boston Avenue, Tulsa, Oklahoma:** Executive Director Walker stated this a routine item. Draw Request No. 7 is for \$91,000.00 which represents 80% completion. After discussion, Vice Chairman Mitchell moved to approve **Resolution No. 6282**, approving payment of Advance Number Seven in the amount of \$91,000.000, to the Meridia, LLC pursuant to Redevelopment Agreement for the Meridia Project – 522 S. Boston Avenue, 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**

- e. **Discussion, consideration, and vote to approve a Resolution authorizing Draw Request No. 11 from TDL NOW, LLC from the Downtown Development and Redevelopment Fund for the YMCA Lofts Project, located at 515 S. Denver Avenue, Tulsa, Oklahoma:** Executive Director Walker stated this a routine item. Draw Request No. 11 is for \$175,000.00 which represents 90% completion. Mr. Bob Jack, representative with TDL Now, LLC was present and provided a project status update. After discussion, Commissioner Bracy moved to approve **Resolution No. 6283**, approving payment of Advance Number Eleven in the amount of \$175,000.00 to TDL NOW, LLC pursuant to Redevelopment Agreement for the YMCA Lofts Project – 515 S. Denver, 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**

- f. **Discussion, consideration, and vote approving a Resolution authorizing TDA Executive Director and General Counsel to enter into negotiations with Rupe Helmer Group Inc., for the sale and redevelopment of TDA land located at 744 East Pine Street, Tulsa, Oklahoma:** Executive Director Walker gave the location of the land and introduced Mr. Mike Mantle, the Redeveloper interested in the property. Mr. Mantle stated his client is interested in developing a retail shop at the



location; however, the client is conducting research to ensure the retailer will adequately fit at the location. Mr. Mantle stated the client wants to proceed with negotiations. After discussion, Commissioner Pegues moved to approve **Resolution No. 6284**, authorizing negotiations for the Sale and Redevelopment of TDA owned land located at 744 East Pine Street, Tulsa, Oklahoma. Vice Chairman Mitchell seconded the motion. The vote was recorded as follows:

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

**Nays: Bracy**

**The motion passed with majority vote**

- g. **Discussion, consideration, and vote to approve a Resolution authorizing the TDA Executive Director and General Counsel to enter into negotiations with Peoria Realty Investments for the acquisition of certain properties located within the Unity Heritage Neighborhood Sector Plan/Greenwood Heritage Neighborhoods Sector Plan:** Executive Director Walker stated, Peoria Realty Investments is seeking assistance from TDA to provide Voluntary Acquisition Service for property located between East Pine Street and East Queen Street in an effort to redevelop the corner. Charles Okyere, a representative with Peoria Realty Investments was present to answer questions, comments, and concerns of the Board members. After discussion, Vice Chairman Mitchell moved to approve **Resolution No. 6285**, authorizing negotiations for the Acquisition for Redevelopment of Privately owned land located at 1128, 1132, and 1136 East Pine Place, Tulsa, Oklahoma. Commissioner Bracy seconded the motion. The vote was recorded as follows:

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

**Nays: Pegues**

**The motion passed with majority vote**

**Commissioner Bracy moved to go into Executive Session at 10:56 a.m., seconded by Commissioner Roberts. 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 responses from the Request for Proposals (RFP) for Qualified Developers to construct and develop TDA owned property located on East Latimer Street, between North Boston Avenue and North Main Street. [25 O.S. §307(b) (4) and §307(c) (10).]
- b. Confidential communication with Counsel regarding the status of the Redevelopment Agreement dated June 30, 1986 between the University Center at Tulsa and the Tulsa Development Authority. [25 O.S. §307(b) (4) and §307(c) (10).]
- c. Confidential communication with Counsel regarding the status of arbitration of Redeveloper's objection to termination of the Contract for Sale of Land for Private Redevelopment dated April 13, 2013, as amended, between William (Will) Wilkins, Cecilia Wilkins, Novus Homes, LLC and W3 Development, LLC, (Redeveloper) and the Tulsa Development Authority.. [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 11:27 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:**

**8.a. East Latimer RFP Responses**

After discussion, Vice Chairman Mitchell moved to approve **Resolution No. 6286**, authorizing negotiations with Capital Homes, LLC for the Sale

and Redevelopment of TDA owned land located on East Latimer Street, between North Boston Avenue and North Main Street, 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.**

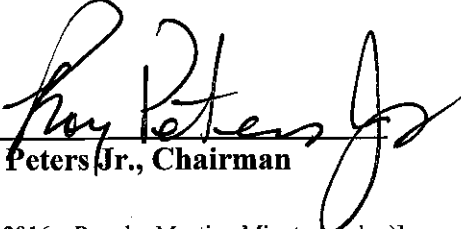
12. **New Business:** Commissioner Bracy stated Commissioner Pegues was recognized by the Tulsa Press Club for his commitment to the community and his work as Chairman of the John Hope Franklin Reconciliation Center.

Chairman Peters read a letter from Councilor Jack Henderson regarding development on North Peoria. Chairman Peters stated Councilor Henderson will be added to the Agenda next month to give him an opportunity to express his development ideas for North Peoria.

Chairman Peters also stated today was Mr. Clay Bird's last meeting and it has been beneficial to have him present at our meetings. Mr. Bird thanked the Board for the opportunity to work together.

13. **Adjournment:** Chairman Peters adjourned the meeting at 11:32 a.m.

**Tulsa Development Authority**

  
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**Roy Peters Jr., Chairman**

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

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

[11-3-2016 – Regular Meeting Minutes (nbe-)]