

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 – February 4, 2016

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:

Roger Acebo
Kevin Anderson
Clay Bird
Linn Cain
Steve Carr
Andrew Coffey
Jim Coles
Leon Davis
Bob Eggleston
Spencer Gainey
Derek Gates
Doug Hammel
Peyton Haralson
Bob Jack
Norman Kildow

Also Present:

Devin Lavigne
Jean Lu
Julie Miner
Matt Newman
Isaiah Persson
Lori Schram
Martha Schultz
Robert Skeith
John Snyder
Cynthia Stewart
Dawn Warrick
Kajeer Yar
NaTasha Bunch-Everly
Jane Malone

The regular meeting was called to order at 8:32 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.

1. **Roll Call:** Jane Malone called roll: Chairman Peters, Vice Chairman Mitchell, Commissioner Pegues, and Commissioner Bracy were present. Commissioner Roberts arrived at 8:35 a.m. A quorum was present.

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

- a. Minutes of January 7, 2016 Regular Meeting
- b. Minutes of January 7, 2016 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, and Bracy

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.**

2. **Tax Increment Finance Study of Eastern Portion of Downtown Tulsa:**

Mr. Walker stated on page 4 of the Executive Director's Report state, the Blue Dome TIF expired in 2014. This is an error, as the Blue Dome TIF has not expired. The monies collected has exceeded the projections; therefore, the City of Tulsa is considering terminating the TIF. The City of Tulsa is considering creating a TIF to include the Santé Fe Block area, and possibly expanding the area for the new TIF. Mr. Jim Coles and Mr. Clay Bird responded to questions and concerns from the Commissioners.

Mr. Walker also provided an update of the TDA Website. Carol Young and NaTasha Bunch-Everyly attended a training session earlier in the week at Walsh Barnes. The TDA Board Packet will go "live" for the March meeting. Executive Director's report was accepted by the Board.

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 – Plans and specifications are 100% complete. The plans were reviewed by the City of Tulsa and it was determined that some minor coordination with another street improvement

project was needed. A meeting was held on January 28, 2016 to go over minor adjustments to some lighting locations.

- **Proposed streetscape improvements to Cameron Street: Fund No. 6963** – Mike Thedford, Executive Director Walker, and representatives with The Brady District Owners Association held a meeting to discuss the completed design and adjustments have been made to meet City of Tulsa bidding requirements. As of January 26, 2016, plans are ready to be submitted to the City of Tulsa Transportation Design Section for review prior to bidding. The project will be managed by the City of Tulsa.
- **Elgin streetscape improvements: Fund No. 6967** – The project is complete. The Economic Development Administration has sent close-out documents. Final funds payment to Tulsa Industrial Authority is pending.

b. **North Peoria TIF Update – Derek Gates: A copy of the report is included in the Commissioner’s packets:** Mr. Derek Gates stated the consensus of the stakeholders in the area, number one priority is to add new street lighting on North Peoria, between Pine and Apache. The City of Tulsa does not have funding for utility bills and maintenance for street lighting. Mr. Gates stated the number two priority is signage on the highway to direct traffic to the Shoppes on Peoria. Mr. Gates responded to questions and concerns of the Board.

c. **Lansing Centre’/Suite A – Kevin Anderson: A copy of the report is included in the Commissioner’s packets:** Mr. Kevin Anderson stated he has located a potential tenant for Suite A. Mr. Arthur Thompson Sr., a Program Director for Promises For Families Foundation. He will be utilizing Suite A as a place for children to learn music. Mr. Anderson provided a detailed bio of Mr. Thompson and is requesting, on behalf of Mr. Thompson, a reduction in the monthly rental amount of \$1,132.00 per month to \$900.00 per month. A copy of a letter from Mr. Thompson and the Lease Agreement are in the Board Members packets. Mr. Anderson responded to questions and concerns from the Board. Executive Director Walker recommends the Board approve the Lease Agreement. The Board agreed to the reduction from \$1,132.00 to \$900.00 per month for a three (3) year term.

d. **Elm Creek/6th Street Drainage Detention and Conveyance Plan – Roger Acebo: A copy of the report is included in the Commissioner’s packets:** Roger Acebo stated a date is scheduled for the Community Meeting on February 18, 2016. At the meeting, the community will be introduced to the City of Tulsa’s Planning Department, Relocation Services Specialists, and TDA. The meeting will provide the community with information regarding the project and relocation.

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:**
TDA continues to receive motions, answers, and cross claims from various subcontractors and claimants – preparing responses on behalf of TDA and its mortgage lien.

Breach of Contract and Lien Foreclosure Counterclaims:

- **East End Village, LLC v. MGT Construction Management, Inc. et al:**
Action filed by East End Village, LLC in response to the lawsuit brought by subcontractors in CJ-2015-1898. This case has been consolidated with the CJ-2015-2212 case.

Other:

- **Novus Homes (Wilkins)**
Redevelopers have failed to provide financial ability to construct documentation following a 90 day extension until November 13, 2015. TDA denied another extension request at the December 2015 meeting and has declared default. The notice of default was served on December 22, 2015. This is an Agenda item for the Executive Session today and further discussion will occur at that time.

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

- a. **December 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 Pegues moved to accept the Tulsa Development Authority Financial Report for December 2015 and Comparative Financial Statements for December 2015, and approve

Resolution No. 6178, seconded by Commissioner Bracy. The vote was recorded as follows:

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

The motion passed unanimously.

- c. **City of Tulsa Invoices (October 2015 – December 2015):** Mr. Norman Kildow provided an overview of the amended invoice from City of Tulsa for services rendered not related to accounting. After discussion, Commissioner Bracy moved to approve **Resolution No. 6179**, approving payment of invoice from the City of Tulsa Planning and Development, Asset Management, and Economic Development Departments in the amount of \$2,392.33 for services rendered October 1, 2015 – December 31, 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 authorize a Resolution approving the 5th 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 3rd Street South, Tulsa, Oklahoma:** Chairman Peters stated this item would be moved to the Executive Session at the request of the Redeveloper. During the Return to Open Session, Chairman Peters stated, this item could not be heard in Executive Session because it is not on the Executive Session Agenda. He allowed Mr. Robert Skeith and Mr. Bob Eggleston an opportunity to address the Board in Open Session. Mr. Robert Skeith stated they are requesting an amended purchase price and an additional extension of time of 4 to 5 months. It was decided to place this item on Agenda for the March meeting.
- b. **Discussion, consideration, and vote to approve a Resolution authorizing an Advance Request from IH Landlord, LLC in the amount of \$700,000.00 for the International Harvester Building, for property located at 510 East 2nd Street South, Tulsa, Oklahoma:** Executive Director Walker stated this project was awarded \$700,000.00 from the Downtown Development and Redevelopment Fund. Matt Newman, a representative with Ross Group was present and provided an update to the Board. After discussion, Commissioner Pegues moved to approve **Resolution No. 6180**, approving payment of Advance Request to IH Landlord, LLC

pursuant to Redevelopment Agreement for the International Harvester Building project. Commissioner Bracy 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 approve a Resolution authorizing Draw Request No. 4 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 Avenue, Tulsa, Oklahoma:** Executive Director Walker invited Mr. John Snyder and Mr. Bob Jack, representatives with TDL Now, LLC to provide a status update of the YMCA Lofts Project. They provided the Board with a project update and requested the Draw Request be approved. After discussion, Vice Chairman Mitchell moved to approve **Resolution No. 6181**, approving payment of Advance Request No. 4 to TDL NOW, LLC pursuant to Redevelopment Agreement for the YMCA Lofts Project, a/k/a YMCA Building project – 515 S. 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.

- d. **Discussion, consideration and vote to receive an update on the GreenArch project located on the Southeast Corner of North Greenwood Avenue and East Archer Street, Tulsa, Oklahoma (Block 53, Original Township):** Executive Director Walker stated Mr. Kajeer Yar is on his way to the meeting. Chairman Peters announced this item would be revisited after Agenda item 7.e. to allow Mr. Yar time to arrive. Upon Mr. Yar's arrival, he provided a status update of the project and requested the Board to amend the Agreement to allow for additional time to complete the project. Mr. Yar would also like to move closing on the property prior to submission of construction documents. General Counsel Hartley recommended approval of authorizing negotiations to amend the Agreement. After discussion, Commissioner Pegues moved to approve **Resolution No. 6182**, approving negotiations for further Amendment of Amended and Restated Redevelopment Agreement between TDA and GreenArch, LLC. 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. **Presentation from Houseal Lavigne Associates, LLC for the North Tulsa and Kendall-Whittier Sector Plan Areas:** Doug Hammel and Devin Lavigne, representatives with Houseal Lavigne, gave a presentation to the Board regarding the North Tulsa and Kendall-Whittier Sector Plan Areas. Mr. Hammel and Mr. Lavigne responded to questions and concerns of the Board and individuals in attendance.

Commissioner Pegues moved to go into Executive Session at 10:21 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 an amendment to a Redevelopment Agreement between William (Will) Wilkins, Cecilia Wilkins, Novus Homes, LLC and W3 Development for the Towne Place Suites project located on the Northwest Corner of East Archer Street and North Elgin Avenue, Tulsa, Oklahoma. [25 O.S. §307(b) (4) and §307(c) (10).]
- b. Confidential communication with Counsel regarding the Request for the sale of Lots 1 – 8, Block 2, The Village at Central Park, along with Reserve ‘T’ from the Village at Central Park, LLC to a local entrepreneur. The property is located on the Southwest Corner of East 6th Street South and South Peoria Avenue, Tulsa, Oklahoma. [25 O.S. §307(b) (4) and §307(c) (10).] [25 O.S. §307(b) (4) and §307(c) (10).]
- c. Confidential communication with Counsel regarding the Request for Proposal submitted by the University Center at Tulsa. [25 O.S. §307(b) (4) and §307(c) (10).]

d. Confidential communication with Counsel regarding an update on the First Street Lofts project, located at 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 10:59 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.

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.b. Village at Central Park – Approve Agreement for Consent to Sell to Darin Ross. After discussion, Commissioner Pegues moved to approve **Resolution No. 6183**, approving partial assignment of Contract for Sale of Land for Private Redevelopment between TDA and The Village at Central park, L.L.C., and Consent to Sale. Commissioner Roberts seconded the motion. The vote was recorded as follows.

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

Nays: None

The motion passed unanimously.

- 8.c. University Center at Tulsa – Authorize TDA General Counsel and Executive Director to negotiate with representatives with UCAT to amend Contract. After discussion, Commissioner Pegues moved to approve **Resolution No. 6184**, Authorizing further negotiations for an Agreement to Amend the Redevelopment Agreement for University Center at Tulsa, between TDA and the University Center at Tulsa Authority, dated June 30, 1986. 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.

- 12. New Business:** Prior to discussing the New Business. General Counsel Hartley stated, this item qualifies for New Business because the information was received by TDA after posting of the Agenda.

Tulsa North Community Development Corporation – Executive Director Walker stated, this is a request for an additional 90 days from February 11, 2016. After discussion, Commissioner Pegues moved to approve **Resolution No. 6185**, approving Third Amendment to Contract with Tulsa North Community Development Corporation and granting an extension of contract deadlines for an additional 90 day extension from February 11, 2016 for Redevelopment of Property for the Tulsa North Senior Housing Project. Commissioner Bracy seconded the motion. The vote was recorded as follows.

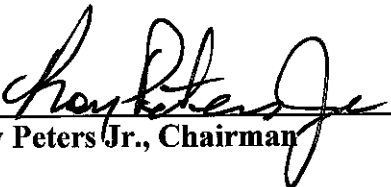
Ayes: Peters, Mitchell, Pegues, Bracy, and Roberts
Nays: None

The motion passed unanimously.

- 13. Adjournment:** Chairman Peters adjourned the meeting at 11:19 a.m.

Tulsa Development Authority

Approved as to legal form and adequacy:



Roy Peters Jr., Chairman



Jot Hartley, Esq., General Counsel

[2-4-2016 – Regular Meeting Minutes - (nbe-)]